



L02000021739

ACCOUNT NO. : 072100000032

REFERENCE : 715094 7347911

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 125.00

02 AUG 23 PM 1:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 21, 2002

ORDER TIME : 9:21 AM

ORDER NO. : 715094-001

CUSTOMER NO: 7347911

300007307513--4

CUSTOMER: Mr. Michael J. Kessler
Mr. Michael J. Kessler

4045 Sheridan Ave. #363

Miami Beach, FL 33154

DOMESTIC FILING

NAME: INNOVASOL, LLC

BK

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

02 AUG 23 AM 10:43
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

INNOVASOL, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

4045 SHERIDIAN AVENUE, #363, MIAMI EACH, FL 33154

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

Corporation Service Company

Name

1201 Hays Street

Florida street address (P.O. Box **NOT** acceptable)

Tallahassee FL 32301

City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Corporation Service Company

By: Deborah D. Skipper

Registered Agent's Signature

Deborah D. Skipper
Asst. V. Pres.

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Deborah D. Skipper
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DEBORAH D, SKIPPER

Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

02 AUG 23 PM 1:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INNOVASOL, LLC

MICHAEL J. KESSLER - MGRM
4045 SHERIDAN AVE. #363 MIAMI BEACH FL 33154

DAVID NORTON - MGRM
4045 SHERIDAN AVE. #363 MIAMI BEACH FL 33154

EDWARD A. BARRON - MGRM
4045 SHERIDAN AVE. #363 MIAMI BEACH FL 33154

FILED
02 AUG 23 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of INNOVASOL, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

FILED
02 AUG 23 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Limited Power of Attorney is executed on this 22 day of August, 2002.

Michael Kessler
Signature

MICHAEL KESSLER
Print Name of Signer

WITNESS:

[Signature]
Signature

Edward Barlow
Print Name of Witness

WITNESS:

[Signature]
Signature

DAVID NORTON
Print Name of Witness