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London, England

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Board Certified  
Immigration & Nationality Law  
*Se Habla Español*

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\*\*\*\*160.00 \*\*\*\*160.00

TRANSMITTAL LETTER  
FOR LIMITED LIABILITY COMPANY

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: I.W.L. ENTERPRISES USA, L.L.C.

Enclosed is an original and one copy of the articles of organization and a check for:

\_\_\_ \$125  
Filing Fee  
and Regis-  
tered Agent  
Designation

\_\_\_ \$130  
Filing Fee,  
Registered  
Agent Desig-  
nation, and  
Certificate

\_\_\_ \$155  
Filing Fee,  
Registered  
Agent Desig-  
nation and  
Certified Copy

✓ \_\_\_ \$160  
Filing Fee,  
Registered  
Agent Desig-  
nation, Certified  
Copy, and  
Certificate

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TALLAHASSEE, FLORIDA

Name	James R. Lavigne
Availability	
Docu-From:	James R. Lavigne
Examiner	Lavigne, Coton & Associates
Updater	5301 Conroy Road Suite 140
Updater	Orlando, Florida 32811
Verifier	(407)316-9988 (phone) (407)-316-8820 (fax)
Acknowledgement	DCC
W. P. Verifier	DCC

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## **ARTICLES OF ORGANIZATION OF**

### **I.W.L ENTERPRISES USA, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

#### **ARTICLE I -- NAME**

The name of the limited liability company shall be I.W.L ENTERPRISES USA, L.C. ("company").

#### **ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company shall be 7021 Grand National Drive, Suite 106-A, Orlando, Florida 32819.

#### **ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

#### **ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida is James R. LaVigne, Esq., LaVigne, Coton & Associates, P.A., 5301 Conroy Road, Suite 140, Orlando, Florida 32811.

#### **ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

#### **ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

#### **ARTICLE VII -- ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and

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conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### ARTICLE VIII – TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME

ADDRESS

Ian William Little

44 Kingscourt  
Bishops, Stortford  
Herts, CM23 2AB  
United Kingdom

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Orlando, Florida, on 23<sup>rd</sup> day of September, 2002.

  
Ian William Little

STATE OF FLORIDA  
COUNTY OF ORANGE

Sworn to and subscribed before me this 23 day of September, 2002 by Ian  
William Little.

Kimberly A. Fooks

Notary Public - State of Florida/Commissioner for Oaths

.....(name, typed or printed)..... Kimberly A. Fooks



Kimberly Anne Fooks  
My Commission CC874279  
Expires January 19, 2003

Personally Known \_\_\_\_\_

OR

Produced Identification ☒

Type of Identification Produced UK passport

(Seal)

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTIONS 48.091 AND 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:**

I.W.L ENTERPRISES USA, L.C. desiring to organize under the laws of the State of Florida, with its principal place of business in the City of Orlando, Florida, has named James R. LaVigne, located at 5301 Conroy Road, Suite 140, Orlando, Florida 32811, as its AGENT FOR ACCEPTANCE OF PROCESS WITHIN FLORIDA.

SIGNATURE: \_\_\_\_\_

Ian William Little

DATE:

9.23.02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. FURTHER, I CERTIFY THAT I AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL FLORIDA STATUTES, INCLUDING THE DUTIES AND OBLIGATIONS PROVIDED FOR IN SECTION 607.325, RELEVANT TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: \_\_\_\_\_

James R. LaVigne

DATE:

9-23-02

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TALLAHASSEE CLERK OF  
COURT  
FLORIDA

**EXHIBIT "A"**

**Member**

Ian William Little  
44 Kingscourt  
Bishops Stortford  
Herts, CM23 2AB  
United Kingdom

**Initial Capital Contribution**

\$175,000.00

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TALLAHASSEE, FLORIDA**