Telephone: Facsimile: E-Mail:	(305)443-7890 (305)443-7505 PRAHL.LAW@prodigy.net	- - -	2801 Ponce de Leon Blvd. Suite 1155 Coral Gables, FL 33134	-
September 2	5, 2002	. —	·	
Division of C PO Box 6327 Tallahassee,	7	= 	2000809493 -03/30/02010 ****155.00 **	926 28-015 ***155.00
Re: Selec	tive Distribution, LLC			
Ladies and C	Gen <u>tl</u> emen:	-		
letter from F		f Selectiv	for Selective Distribution, LLC, ve Distribution, Inc., and a check certified copy of same.	
Sincerely you	urs	<u> </u>		n2 şı

JTP/ac

Enclosure

 $\textbf{C:} \verb|VOFFICE| \verb|WPWIN| \verb|WPDOCS| LETTERS.JTP| Deptof State Selective Distribution LLC.doc$

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ARTICLES OF ORGANIZATION FOR SELECTIVE DISTRIBUTION, LLC

ARTICLE I NAME

The name of this limited liability company shall be Selective Distribution, L.L.C.

ARTICLE II DURATION

The limited liability company shall have perpetual existence.

ARTICLE III PURPOSE AND POWERS

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida Limited Liability Company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights, which a limited liability company may exercise under Florida law, or the laws of the United States of America.

ARTICLE IV PRINCIPAL OFFICE

The mailing address and the street address of this limited liability company shall be:

16250 NW 59th Avenue, #207 Miami Lakes, FL 33014

ARTICLE V INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent for this limited liability company and the street address of the initial registered agent are:

John T. Prahl 2801 Ponce de Leon Blvd., #1155 Coral Gables, FL 33134 FILED

ARTICLE VI ADDITIONAL MEMBERS

This limited liability company may admit additional members subject to approval by unanimous vote of the existing members.

ARTICLE VII INITIAL MANAGER

This limited liability company shall be managed by one or more managers. This limited liability company shall initially have one manager. The number of managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial manager are as follows:

Israel Marmol 16250 NW 59th Avenue, #207 Miami Lakes, FL 33014

The initial managers shall serve until the first annual meeting of members, or until his successor is elected and qualified, or until his death or resignation.

ARTICLE VII REGULATIONS

The regulations of this limited liability company may only be adopted, amended; altered or repealed by the unanimous vote of the members.

ARTICLE IX <u>MEMBERS' RIGHT TO CONTINUE BUSINESS</u>

The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by unanimous vote of the remaining members; provided that at least two members remain.

ARTICLE X AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 17 day of September , 2002.

Authorized Representative of the Members Israel Marmol

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SECRETARY OF STATE
TAPE AHASSEE, FLORID

APPROVE

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

The name of the limited liability company is Selective Distribution, LLC

The name and address of the registered agent and office is:

John T. Prahl 2801 Ponce de Leon Blvd., #1155 Coral Gables, FL 33134

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 9/17/02

John T. Prahl

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SEURCTARY OF STAIL