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LAW OFFICES
MICHAEL H. MALE
PROFESSIONAL ASSOCIATION
SUITE 303
3250 MARY STREET
MIAMI, FLORIDA 33133

TELEPHONE (305) 443-5600
TELECOPIER (305) 443-6624

PLEASE REFER
TO FILE NO.

November 25, 2002

Secretary of State
Division of Corporation
P.O. BOX 6327
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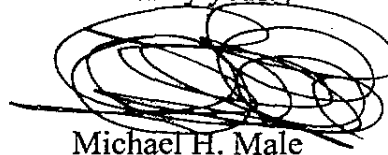
RE: KELSO EQUITIES, LLC

Gentlemen:

I am enclosing the original and a copy of the "Articles of Organization of KELSO EQUITIES, LLC" along with check # 7561 in the amount of \$155.00. I have also enclosed a self addressed stamped envelope for the certified copy to be returned to me.

If you have any questions please call me.

Sincerely yours,



Michael H. Male

MHM/ma

Enclosures

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**ARTICLES OF ORGANIZATION
OF
KELSO EQUITIES, LLC**

1. **Name.** The name of the Limited Liability Company is **Kelso Equities, LLC**.
2. **Address.** The mailing address and street address of the principal office of the Limited Liability Company is 9150 SW 87th Avenue, Suite # 205, Miami, FL. 33176.
3. **Registered Agent, Registered Office.** Michael H. Male, 3250 Mary Street, Suite # 303, Miami, Florida 33133.
4. **Duration.** The period of duration for the Limited Liability Company shall be from the date of filing of these Articles until December 31, 2052.
5. **Management.** The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who is/are to serve as manager(s) is/are: Clifford H. MacBroom, 9150 SW 87th Avenue, Suite # 205, Miami, FL. 33176.
6. **Admission of Additional Members.** The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as stated in the Operating Agreement.
7. **Members Rights to Continue Business.** The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be as stated in the Operating Agreement.



Signature of a member or an authorized
Representative of a member
Print name: Michael H. Male

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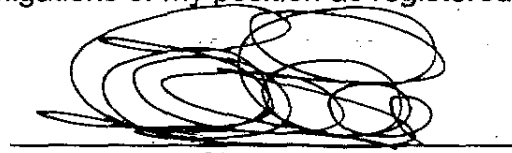
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **Kelso Equities, LLC.**
2. The name and the Florida street address of the registered agent are:

**Michael H. Male, Esq.
Michael H. Male, P.A.
3250 Mary Street, Suite 303
Miami, Florida 33133**

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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature

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