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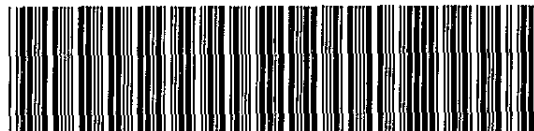
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FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Newton Holdings, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS		AMENDMENTS	
<input type="checkbox"/>	Profit	<input type="checkbox"/>	Amendment
<input type="checkbox"/>	NonProfit	<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input checked="" type="checkbox"/>	Limited Liability	<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Domestication	<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Other	<input type="checkbox"/>	Merger

OTHER FILINGS		REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Annual Report	<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Fictitious Name	<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Name Reservation	<input type="checkbox"/>	Reinstatement
		<input type="checkbox"/>	Trademark
		<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
NEWTON HOLDINGS, LLC.

ARTICLE I: NAME

The name of this limited liability company is **NEWTON HOLDINGS, LLC.** (hereinafter "Company"), whose mailing address and street address of the principal office of the limited liability company is **1830 S.E. 4th Avenue, Fort Lauderdale, Florida 33316.**

ARTICLE II: DURATION

This limited liability company shall remain in existence perpetually; and the effective date of commencement is hereby designated as the date of filing of these Articles.

ARTICLE III: PURPOSE

This limited liability company is organized to transact any lawful business for limited liability companies organized under Chapter 608 of the Florida Statutes "Limited Liability Companies", including purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

ARTICLE IV: MEMBERS' OWNERSHIP AND MANAGEMENT

The members of the Company are **John R. Newton, III. and Barbara A. Newton, and KOCH, NEWTON & PARTNERS, S.L.** The Company is a manager-managed company. The management of the Company is reserved to John R. Newton, III. as the managing member, regarding all actions and business of the Company.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is **1619 S.E. 13th Street, Fort Lauderdale, Florida 33316**, and the name of the initial registered agent of this limited company is John R. Newton, III.

ARTICLE VI: MEMBERS

The names and addresses of each member of this organization are listed below together with the relative percentage ownership of each member is as follows:

	<u>Ownership %</u>
John R. Newton, III. and Barbara A. Newton 1619 S.E. 13th Street Fort Lauderdale, FL 33316	88%
Koch, Newton & Partners, S.L. Calle Porto Pi, 4 07015 Palma de Mallorca Spain	12%

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ARTICLES VII: TRANSFER OF OWNERSHIP

The ownership interest of any member may not be transferred to a non-member except as set forth in the Operating Agreement of the Company. In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, this limited liability company may continue to operate upon the written consent of all members owning a majority of interest in this limited liability company.


ARTICLE VIII: ADDITIONAL MEMBERS

Additional members may be added with the consent and written amendment executed by all (100%) of the members.

ARTICLE XI: AMENDMENT

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 19th day of February, 2003.




John R. Newton, III.

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STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 19th day of February, 2003, by John R. Newton, III. (✓) who is personally known to me or () who produced a driver's license as identification and who did not take an oath.



Notary Public, State of Florida
My Commission Expires:



Paula Haiko
MY COMMISSION # DD072519 EXPIRES
August 16, 2005
BONDED THROUGH TROY FAIR INSURANCE, INC.

REGISTERED AGENT CERTIFICATE

In pursuance of Chapters 48.091 and 607.415 and 608.416, Florida Statutes, the following is submitted:

NEWTON HOLDINGS, LLC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Fort Lauderdale, State of Florida, has named John R. Newton, III. as its agent to accept service of process within the State of Florida.



John R. Newton, III.

Title: Member

Date: February 19, 2003

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, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. The undersigned is familiar with, and accepts, the obligations of this position.

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John R. Newton, III.

Date: February 19, 2003