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LIMITED LIABILITY COMPANY

l&c holdings, llc

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June 11, 2003

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SUBJECT: L&C HOLDINGS, LLC
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ARTICLES OF ORGANIZATION
OF
L&C HOLDINGS, LLC

Pursuant to the appropriate provisions of the Florida Limited Liability Company Act, Florida Statutes Chapter 608, the undersigned limited liability company, L&C Holdings, LLC (the "Company") adopts the following Articles of Organization by unanimous consent of all members entitled to vote on this matter.

ARTICLE I - NAME

The name of the Company is L&C Holdings, LLC.

ARTICLE II - PURPOSE

The Company is organized for the purpose of transacting any and all lawful business.

ARTICLE III - DURATION

The Company shall exist perpetually unless sooner dissolved by the members.

ARTICLE IV - ADDRESS

The mailing and street address of the Company is 4040 Galt Ocean Drive, Suite 716, Ft. Lauderdale, FL 33308.

ARTICLE V - MANAGEMENT

The Company is to be managed by the members and the name and addresses of the managing members are:

Leonard Koppelman
4040 Galt Ocean Drive
Suite 716
Ft. Lauderdale, FL 33308

Charles Caico
4040 Galt Ocean Drive
Suite 308
Ft. Lauderdale, FL 33308

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions are that the members must unanimously approve the admission of additional members and the terms under which they will be admitted.

Prepared by:
Steven H. Naturman, Esq.
Steven H. Naturman, P.A.
9130 S. Dadeland Blvd., Ste. 1509
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ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company can continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member upon the terms and conditions as provided in the Company Regulations, upon approval.

ARTICLE VIII - REGISTERED AGENT

The Registered Agent of the Company is Leonard Koppelman, 4040 Galt Ocean Drive, Suite 716, Ft. Lauderdale, FL 33308

ARTICLE IX - MEMBER PROPERTY

Private property of the members shall not be subject to the payment of the Company's debts.

We, the undersigned, as the members of the Company agree, adopt, approve and consent to the above Articles of Organization this ____ day of June, 2003

In accordance with section 608.403(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

L&C HOLDINGS, LLC

By: 
Leonard Koppelman, Member &

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.

By: 
Leonard Koppelman

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