

JUN. 30. 2003 1:57PMions

NO. 682 P. 1 of 2

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Florida Department of State
Division of Corporations
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Fax Number : (850) 205-0393

From:
Account Name : THE KLEINFELD LAW FIRM
Account Number : I20020000152
Phone : (305) 375-9515
Fax Number : (305) 358-6541

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Penguin Associates, LLC

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DIVISION OF CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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6-30-03

ARTICLES OF ORGANIZATION
OF
PENGUIN ASSOCIATES, LLC
A Florida Limited Liability Company

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is PENGUIN ASSOCIATES, LLC.

ARTICLE II - DURATION

The period of duration of this limited liability company shall be perpetual from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the limited liability company is 3600 Mystic Point Drive, #1613, Aventura, FL 33180.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and Florida street address of the limited liability company's registered agent is Gladys Bucalo, and the street address is 3600 Mystic Point Drive, #1613, Aventura, FL 33180.

ARTICLE V - MANAGEMENT BY MANAGER(S)

The limited liability company is to be managed by one or more managers and is therefore a Manager-Managed company.

The name of the initial Manager and her address is:

Gladys Lopez Bucalo
3600 Mystic Point Drive, #1613
Aventura, FL 33180

ARTICLE VI - MEMBER(S)

The limited liability company shall have at least one member. The limited liability company may admit additional members in accordance with the provisions of the operating agreement of the company.

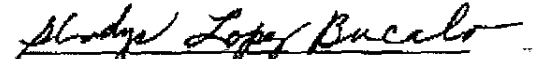
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TALLAHASSEE, FL 32310

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The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member pursuant to the provisions of the operating agreement shall terminate this limited liability company, unless the remaining members shall agree pursuant to the provisions of the operating agreement to continue the business of the company, in which event, this company shall not so terminate.

In Witness Whereof, the undersigned organizer has executed these Articles of Organization on this 30th day of June, 2003.


GLADYS LOPEZ BUCALO
Authorized Representative

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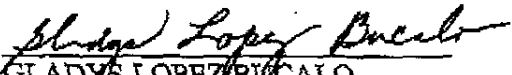
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**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for the above-stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent of this limited liability company.

Dated this 30th day of June, 2003.


GLADYS LOPEZ BUCALO
Registered Agent

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