

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 OCT -7 PM 1:01

10412 Plaza Centro
Boca Raton, FL 33498
(561) 542-1515

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August 14, 2003

Registration Section
Division of Corporations
409 East Gains Street
Tallahassee, FL 32399

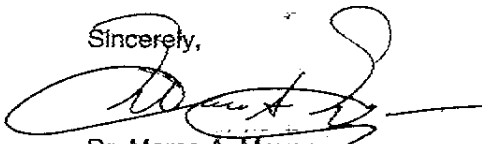
RE: Insight Investments, L.L.C.

Dear Sir or Madam,

Enclosed please find the Articles of Organization for Insight Investments, L.L.C. as well as a check in the amount of \$155.00 for the filing fee, designation of registered agent, and a certified copy. Kindly, please ensure that the Articles are filed as soon as possible.

Thank you for your attention to this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,



Dr. Marco A. Mayor
Chief Executive Officer

Encl.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 22, 2003

DR. MARCO A. MAYOR
10412 PLAZA CENTRO
BOCA RATON, FL 33498

SUBJECT: INSIGHT INVESTMENTS, L.L.C.
Ref. Number: W03000024043

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We have received your document for INSIGHT INVESTMENTS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 203A00047735



KATZMAN WASSERMAN & BENNARDINI

Boca Raton

REPLY TO:

September 2, 2003

Florida Department of State
Division of Corporations
Attention: Lee Rivers
P.O. Box 6327
Tallahassee, FL 32314

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24043
Reference Number: W0300002404 (Insight Investments, LLC)
Letter Number: 203A00047735

Dear Mr./Ms. Rivers:

I am in receipt of your letter dated August 22, 2003. I am writing to respectfully disagree with your interpretation of Chapter 608 of the Florida Statutes regarding Limited Liability Companies abilities to have shares. Pursuant to Florida Statute 608.404(5), a limited liability company has the power to "[m]ake contracts or guarantees, or incur liabilities; borrow money; issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the limited liability company..." Thus, Florida Statute 608.404(5) clearly authorizes a limited liability company to issue shares.

In addition, Florida Statute 608.438(c) recognizes that a limited liability company which merges with another company may have shares by requiring the plan of merger to state how the shares will be converted once the merger occurs. Moreover, in *Ruggio v. Vining*, 755 So. 2d 792 (Fla. 2d DCA 2000), the case was over a dispute between a lender of a limited liability company and the majority shareholder of that company. Therefore, both statutory and jurisprudential authority exists for a limited liability company to issue shares.

Accordingly, it is appropriate for your office to deem filed Insight Investments, LLC's Articles of Organization as of the date your office received them. Thank you for your attention to this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,

Alexandra Sierra-De Varona, Esq.

BOCA RATON OFFICE

BOCA CORPORATE PLAZA, SUITE 140
7900 GLADES ROAD
BOCA RATON, FLORIDA 33434
TELEPHONE 561/477-7774 • FACSIMILE 561/477-7447

FORT LAUDERDALE OFFICE

3111 NORTH ANDREWS AVENUE
FORT LAUDERDALE, FLORIDA 33309
TELEPHONE 954/566-3111 • FACSIMILE 954/563-4466
TOLL FREE 1-800-3LAWYER

MIAMI OFFICE

DADELAND CENTRE, SUITE 1412
9155 SOUTH DADELAND BOULEVARD
MIAMI, FLORIDA 33156
TOLL FREE 1-800-3LAWYER
FACSIMILE 954/563-4466

**Insight Investments, L.L.C.**10412 Plaza Centro
Boca Raton, FL 33498
<http://www.CoveredCallPro.com>Phone (561) 542-1515
Fax (815) 346-3149

Facsimile Cover

To:	Lee	From:	Ray De Varona
Phone:	-	Phone:	561.543.5882
Fax:	850-410-1015	Fax:	815.346.3149
Date:	9/29/2003	Length:	3 Pages

Notes

Lee,

Attached is an updated version of the Articles of Organization for Insight Investments, L.L.C. with the references to shares removed. If you have any questions, don't hesitate to contact me at the number listed above.

Regards,

Ray De Varona

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 1, 2003

RAY DE VARONA
INSIGHT INVESTMENTS, L.L.C.
10412 PLAZA CENTRO
BOCA RATON, FL 33498

SUBJECT: INSIGHT INVESTMENTS, L.L.C.
Ref. Number: W03000024043

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We have received your document for INSIGHT INVESTMENTS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Article VII still refers to the shareholders, and Article IX still refers to the "Florida Business Corporation Act." Please remove these references from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 903A00053908

**Insight Investments, L.L.C.**10412 Plaza Centro
Boca Raton, FL 33498
<http://www.CoveredCallPro.com>Phone (561) 542-1515
Fax (815) 346-3149

Facsimile Cover

To:	Lee Rivers	From:	Ray De Varona
Phone:	-	Phone:	561.543.5882
Fax:	850-410-1015	Fax:	815.346.3149
Date:	10/6/2003	Length:	3 Pages

Notes

Lee,

Attached is an updated version of the Articles of Organization for Insight Investments, L.L.C. Please file these as soon as possible. If you have any questions, don't hesitate to contact me at the number listed above.

Regards,

Ray De Varona

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ARTICLES OF ORGANIZATION

OF

Insight Investments, L.L.C.

**ARTICLE I
NAME**

The name of the Limited Liability Company is Insight Investments, L.L.C.

**ARTICLE II
DURATION**

The Limited Liability Company shall exist perpetually.

**ARTICLE III
PURPOSE AND NATURE OF BUSINESS**

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV
INITIAL REGISTERED AGENT**

The name and the Florida street address of the initial registered agent are:

CT CORPORATION SYSTEM
1200 South Pine Island Road
Plantation, FL 33324
Phone: 954-473-5503
Fax: 954-476-0158

**ARTICLE V
MANAGEMENT**

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The names and addresses of each manager or managing member are:

<u>Title</u>	<u>Name and Address</u>
Managing Member (MGRM)	Dr. Marco A. Mayor 10412 Plaza Centro Boca Raton, FL 33498
Managing Member (MGRM)	Eric A. Hopkins 150 Andrews Ave. #12 Delray Beach, FL 33483
Managing Member (MGRM)	Rainier A. De Varona 29 Meadows Park Lane Boynton Beach, FL 33436

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**ARTICLE VI
INITIAL PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be 10412 Plaza Centro, Boca Raton, FL 33498

**ARTICLE VII
BYLAWS**

The initial bylaws of the Limited Liability Company shall be adopted by the managers. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the managers or members, but the managers shall not alter, amend or repeal any bylaw adopted by the members if the members specifically provide that such bylaw is not subject to amendment or repeal by the managers.

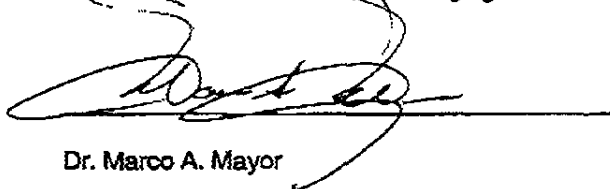
**ARTICLE VIII
INDEMNIFICATION**

The Limited Liability Company may indemnify any officer or manager or a former officer or manager, to the fullest extent permissible by law.

**ARTICLE IX
AMENDMENT**

The Limited Liability Company reserves the right to amend or repeal any provision contained in these Articles of Organization in accordance with the provisions of the Florida Limited Liability Act.

IN WITNESS WHEREOF a managing member has executed these Articles this 14th day of August, 2003.


Dr. Marco A. Mayor

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ACCEPTANCE BY REGISTERED AGENT

FOR

INSIGHT INVESTMENTS, L.L.C.

10412 Plaza Centro
Boca Raton, FL 33498

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 as provided for in Chapter 608, Fla. Stat.

CT CORPORATION SYSTEM
1200 South Pine Island Road
Plantation, FL 33324By: Barbara A. BurkeBARBARA A. BURKE
SPECIAL ASSISTANT SECRETARYDated: 8-15-2003FILED
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