

LO3000042330

H030 005001

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Cartronics Holdings, LLC

Article II. Address

The Company's street and mailing address is:
Cartronics Holdings, LLC
180 Royal Palm Way
Palm Beach FL 33480

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Division of Corporations

Florida Department of State
Division of Corporations
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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

LIMITED LIABILITY COMPANY

Cartronics Holdings, LLC

Certificate of Status	1
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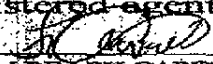
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
Cartronics Holdings, LLC

REGISTERED AGENT/OFFICE:
Palm Beach Capital Partners, LLC
180 Royal Palm Way
Palm Beach FL 33480

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


PALM BEACH CAPITAL PARTNERS, LLC
by F.E. Cammarata as attorney-in-fact

Date: November 3, 2003

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

PALM BEACH CAPITAL PARTNERS, LLC
180 Royal Palm Way Palm Beach FL 33480
Law Office of Scott Schroeder
3300 PGA Boulevard
Gardens Plaza, Suite 500
Palm Beach Gardens FL 33410
561-483-8000

Article VI. Company Existence

The Company's existence shall begin effective as of November 3, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on November 3, 2003.


E. SCOTT SCHROEDER, ESQ.
by F.E. Cammarata as attorney-in-fact

E. Scott Schroeder, Esq. | FL Bar Member 386103
Law Office of Scott Schroeder
3300 PGA Boulevard
Gardens Plaza, Suite 500
Palm Beach Gardens FL 33410
561-483-8000

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