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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

c & g asset protection, llc

Certificate of Status	0
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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION

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OF

C & G ASSET PROTECTION, LLC.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be:

C & G ASSET PROTECTION, LLC.

ARTICLE II - ADDRESS

The principal place of business of the Company in Florida shall be:

6271 Tamiami Canal Road
Miami, Florida 33126-4563

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ARTICLE III - PURPOSES AND POWERS

To transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED AGENT

The name and address of the registered agent is:

George L. Cardet
6271 Tamiami Canal Road
Miami, Florida 33126-4563

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ARTICLE V - MANAGEMENT

The managers of the company shall be:

- George L. Cardet Operating Manager & Treasurer
- Lilia M. Cardet Vice-Operating Manager & Secretary

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the membe(s) of the Company and upon such terms and Conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13th days of December 2003.


 George L. Cardet
 Operating Manager

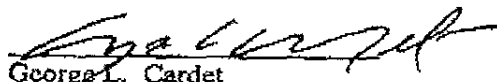
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 PALM BEACH, FLORIDA

CERTIFICATE OF DESIGNATION REGISTERED AGENT/ REGISTERED OFFICE

The name as address of the Registered Agent and office is:

George L. Cardet
 6271 Tamiami Canal Road
 Miami, Florida 33126-4563

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 futher 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, F.S.


 George L. Cardet
 Operating Manager

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