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The
Rotbart Law
Group, P.A.

105 East Palmetto Park Road, Boca Raton, Florida 33432
Telephone: 561.338.0720 • Facsimile: 561.362.8512 • E-mail: alexesq@adelphia.net

December 11, 2003

Via FedEx

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Tallahassee, FL

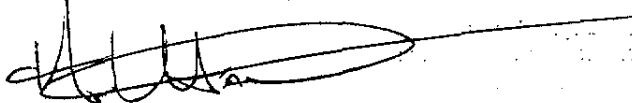
**RE: Articles of Organization
American International Components, LLC.**

Dear Sir or Madam:

Please find enclosed one (1) original and one (1) copy of the Articles of Organization for the above referenced Limited Liability Company. I have also enclosed our firm's check in the amount of \$125.00 representing: \$100.00 filing fee and \$25.00 registered agent fee. Please return a copy of the filed Articles once this request has been processed.

Should you have any questions, please do not hesitate to contact our offices.

Very truly yours,
The Rotbart Law Group, P.A.



By: Alexander B. Rotbart, Esq.
ABR/ems

Encl.

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DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

OF

**American International Components, LLC.,
a Florida Limited Liability Company**

The undersigned subscribes to these Articles of Organization hereby for a Limited Liability Company under the Laws of the State of Florida.

The name of this limited liability company is:

**American International Components, LLC.,
a Florida Limited Liability Company**

ARTICLE ONE NATURE OF BUSINESS

This limited liability company may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

Without limiting any of the purposes, powers and objects of this limited liability company it is expressly declared and provided that this limited liability company shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers either as principal, agent or broker, conferred by the laws of Florida upon limited liability companies, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE TWO DURATION

This limited liability company shall have perpetual existence. The date of existence shall begin upon the filing of these Article of Organization and upon acceptance by the Secretary of State.

This instrument prepared by:
Alexander B. Rothbart, Esq.
The Rothbart Law Group, P.A.
Executive Place Second Floor
105 East Palmetto Park Road
Boca Raton, Florida 33432
Tel: 561.338.0720 Fax: 561.362.8512
Fla. Bar No. 982717

**ARTICLE THREE
PLACE OF BUSINESS AND REGISTERED AGENT**

The principal place of business of this limited liability company shall be 105 East Palmetto Park Road, Boca Raton, FL 33432 and such other place or places as the members from time to time may determine. The mailing address is the same as the principal place of business address.

The initial registered agent of this limited liability company shall be The Rotbart Law Group, P.A., Executive Place Second Floor, 105 East Palmetto Park Road, Boca Raton, Florida 33432.

**ARTICLE FOUR
CONTRIBUTIONS TO CAPITAL**

The contributions to capital may be in the form of cash or in property, tangible or intangible, personal, real or mixed. The just valuation of the property contributed to capital shall be fixed by the members at a meeting called for such purpose.

Additional capital contribution to equity, in cash or in property, shall be made from time to time pursuant to the needs of this limited liability company as determined by its manager.

Additional contributions in the form of loans, whether in cash or in kind, and the terms of these loans, may be made as authorized by the manager and upon terms and conditions as agreed upon the manager.

The failure to make capital contributions in the capital amount and at the agreed upon due dates shall result in the member in default being dropped and his interest distributed prorata to the remaining member or members.

**ARTICLE FIVE
MANAGEMENT OF BUSINESS**

Management or conduct of this limited liability company shall be by a manager or manager designated, appointed, elected, removed, or replaced by a vote, approval or consent of the members with voting power prorata to their interest. The rights and duties of the members shall be set forth in the Operating Agreement of this limited liability company which is incorporated herein by reference. Decisions shall be by majority vote of the members having a management interest in the company, each such member having a vote proportionate to his or her management interest in the company as defined in the operating agreement. The limited liability company shall be a manager-managed company. In the event of a conflict between this provision and the Operating Agreement, the terms of the Operating Agreement shall control.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the initial manager of the limited liability company as designated by the majority of the members shall be:

1. Scott Shaw 185 Spanish River Blvd., Suite 200, Boca Raton, FL 33432.

ARTICLE SIX INDEMNIFICATION

The limited liability company shall indemnify and hold harmless any manager and member, or any former manager or member, to the full extent permitted by law.

ARTICLE SEVEN

The Rotbart Law Group, P.A., having been named as registered agent for this limited liability company, at the place designated in the articles of organization, hereby agrees to act in the capacity of registered agent, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of their duties.

The Rotbart Law Group, P.A., Registered Agent

By: 

Title: President

Name: Alexander B. Rotbart

IN WITNESS WHEREOF, the undersigned manager as the authorized representative of the members of the company has executed and acknowledged these Article of Organization this 11 day of December, 2003.



Scott Shaw

As its Manager-Authorized Representative of the Members

(In accordance with Section 608.408 (3). Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)