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LAW OFFICES OF  
TERRENCE S. SCHWARTZ  
BAYSIDE OFFICE CENTER  
141 NORTHEAST 3RD AVENUE  
SUITE 601  
MIAMI, FLORIDA 33132

TEL (305) 373-9737

FAX (305) 358-7191

February 27, 2004

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Wainwright Enterprises, L.L.C.

Gentlemen:

Enclosed please find the following:

1. Original and one conformed copy of the Articles of Organization of Wainwright Enterprises, L.L.C. together with Acknowledgment and Consent of Designated Registered Agent.
2. My check in the amount of \$155.00 payable to the Florida Department of State to cover the costs of filing the Articles of Organization for the limited liability company, Certificate Designating Registered Agent, and the costs of obtaining a certified copy of the Articles of Organization.

After the Articles of Organization have been filed, kindly certify a copy thereof and return same to me.

Very truly yours,

  
TERRENCE S. SCHWARTZ

tss/lfs  
Enclosures

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**ARTICLES OF ORGANIZATION  
OF  
WAINWRIGHT ENTERPRISES, L.L.C.**

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

**ARTICLE I  
NAME**

The name of the limited liability company shall be:

**WAINWRIGHT ENTERPRISES, L.L.C. (the "Company")**

**ARTICLE II  
ADDRESS**

The mailing and street address of the principal office of the Company is:

242 S.W. 5<sup>th</sup> Street, Miami, Florida 33130

**ARTICLE III  
DURATION**

The Company shall commence its existence on the date these articles of organization are filed with the Florida Department of State. The Company's existence shall be perpetual.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company shall be the Law Offices of Terrence S. Schwartz, 141 Northeast Third Avenue, Suite 601, Miami, Florida 33132, and the name of the initial registered agent of the Company at that address is Terrence S. Schwartz, Esquire.

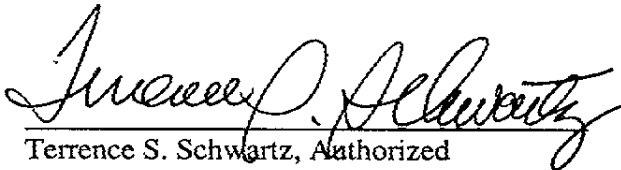
**ARTICLE V  
MANAGEMENT**

The Company shall be managed by one or more managers in accordance with the operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization.

**IN WITNESS WHEREOF**, the undersigned authorized representative of a member of the Company has executed these articles of organization at Miami, Florida, on this 22<sup>nd</sup> day of

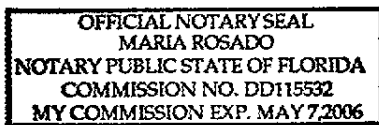
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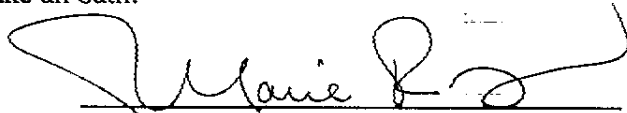
February 2004.

  
Terrence S. Schwartz, Authorized  
Representative by Power of Attorney

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE        )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of February 2004 by Terrence S. Schwartz, who is personally known to me ☐ or has produced \_\_\_\_\_ as identification and who did ☐ did not ☐ take an oath.



  
Notary Public, State of Florida

Print Name: Maria Rosado

My Commission Expires:

**ACKNOWLEDGMENT AND CONSENT OF DESIGNATED REGISTERED AGENT**

The undersigned being the person designated in the Articles of Organization of WAINWRIGHT ENTERPRISES, L.L.C., as the Registered Agent of said Limited Liability Company, hereby consents to accept service of process for the above-stated Company, at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of Registered Agent.

By   
TERRENCE S. SCHWARTZ  
Registered Agent

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DIVISION OF CORPORATIONS  
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