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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

cavallo & penn, llc

Certificate of Status	0
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ARTICLES OF ORGANIZATION

OF

CAVALLO & PENN, LLC

③

The undersigned, as the authorized representative of the initial member of Cavallo & Penn, L.L.C., a Florida limited liability company (the "Company"), hereby forms a limited liability company under the laws of the State of Florida.

Article I – Name

The name of this Company is:

Cavallo & Penn, LLC

Article II– Principal Office

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

3201 N.E. 183 Street, Apt. 408, Aventura, FL 33160

Article III– Duration

The Company shall commence its existence upon the filing of these Articles of Organization with the Secretary of State of the State of Florida. The Company shall have perpetual existence.

Article IV – Manager(s) or Managing Member(s)

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

Managing Member

Christopher M. Cavallo
3201 N.W. 183 Street, Apt. 408
Aventura, FL 33160

Member

Paula Penn Handler
73 McCoons Lane
Old Brookville, NY 11545

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Article V – Admission of Additional Members

The Company may admit additional Members upon the unanimous approval of then existing Members of the Company.

Article VI – Limitation on Agency Authority of Members

No Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

Article VII – Registered Agent

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Jack D. Warner, Esquire
1152 North University Drive, Suite 201
Pembroke Pines, Florida 33024

Article VIII – Amendment

These Articles of Organization may be amended or repealed upon the unanimous approval of then existing Members of the Company.

In Witness Whereof, the undersigned has executed the foregoing Articles of Organization as the authorized representative of the initial Members of the Company as of this ____ day of April, 2004.

Authorized Representative:

Christopher M. Cavallo
Christopher M. Cavallo
Managing Member

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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM SERVICE
OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507, Florida
Statutes:

Having been appointed registered agent of Cavallo & Penn, LLC, in its Articles
of Organization, the undersigned hereby agrees to act in this capacity and affirms that
he is familiar with, and accepts, the obligations of such position.

Jack D. Warner, P.A.

By: 

Jack D. Warner, Esquire
1152 North University Drive, Suite 201
Pembroke Pines, Florida 33024

Dated: April 11, 2004

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