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LIMITED LIABILITY COMPANY

Azari T. Benjamin, PL

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:

Azari T. Benjamin, PL

The Company is being formed for the practice of accounting and all other activities permitted under applicable law.

### Article II. Address

The Company's street and mailing address is:

Azari T. Benjamin, PL  
2 NE 40th Street  
STE 403  
Miami FL 33137

### Article III. Registered Agent

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

Azari T. Benjamin  
2 NE 40th Street  
STE 403  
Miami FL 33137

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent

Emanuel S. Benjamin | FL Bar Member  
Law Offices of Emanuel S. Benjamin, PL  
2 NE 40th Street  
STE 403  
Miami FL 33137  
305-438-9000

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assigned.

Article V. Management

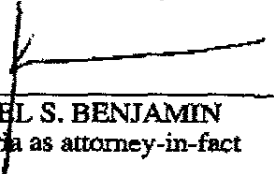
This will be a manager-managed company. The name and address of each manager is:

AZARI T. BENJAMIN,  
2 NE 40th Street STE 403 Miami FL 33137

Article VI. Company Existence

The Company's existence shall begin effective as of July 21, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on July 22, 2004.

  
\_\_\_\_\_  
EMANUEL S. BENJAMIN  
by K. Sarrja as attorney-in-fact

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Emanuel S. Benjamin | FL Bar Member  
Law Offices of Emanuel S. Benjamin, PL  
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## STATEMENT OF REGISTERED AGENT

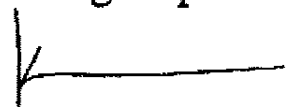
**LIMITED LIABILITY COMPANY:**

Azari T. Benjamin, PL

**REGISTERED AGENT/OFFICE:**

Azari T. Benjamin  
2 NE 40th Street  
STE 403  
Miami FL 33137

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.

  
\_\_\_\_\_  
AZARI T. BENJAMIN  
by K.Sarria as attorney-in-fact

Date: July 22, 2004

Emanuel S. Benjamin | FL Bar Member  
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2 NE 40th Street  
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