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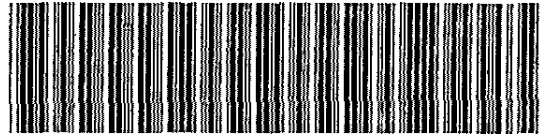
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04 OCT 12 PM 4:30

STATE
TALLAHASSEE, FLORIDA

FRED H. STEFFEY
PROFESSIONAL ASSOCIATION
ATTORNEY AND COUNSELLOR
SUITE 300 SOUTHPOINT BUILDING
6620 SOUTHPOINT DRIVE SOUTH
JACKSONVILLE, FLORIDA 32216

BOARD CERTIFIED
TAX LAWYER

October 11, 2004

TELEPHONE (904) 296-0037
FACSIMILE (904) 296-1435

Via Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: MAXX PROPERTIES, LLC

Gentlemen:

Enclosed for filing is the executed original of the Articles of Organization of MAXX PROPERTIES, LLC, together with a copy to be stamped with the filing information and returned with your acknowledgment of the filing.

Also enclosed is my firm's check in the amount of \$125.00 to cover the following filing fees:

Filing Fee.....	\$100.00
Designation of registered agent.....	<u>25.00</u>

Total: \$125.00

If you have any questions, please give me a call.

Sincerely,


Fred H. Steffey

FHS:maw
Enclosure

cc: Mr. Masood Kola - w/enclosure

FILED
OCT 12 PM 4:30
CLERK OF COURT
JACKSONVILLE FLORIDA

ARTICLES OF ORGANIZATION OF MAXX PROPERTIES, LLC

ARTICLE I - NAME

The name of the limited liability company ("Company") is MAXX PROPERTIES, LLC.

ARTICLE II - ADDRESS

The mailing and street address of the Company's principal office is 1840 Southside Boulevard, Suite 3A, Jacksonville, Florida 32216.

ARTICLE III - DURATION

The period of the Company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of Company's initial registered agent in Florida is Masood Kola. The address of Company's registered office in Florida is 1840 Southside Boulevard, Suite 3A, Jacksonville, Florida 32216.

ARTICLE V - MANAGEMENT

The Company is to be managed by a board of managers. The number of members of the board of managers shall be as provided in the Company's regulations, but shall never be less than one. The board of managers shall be elected by a majority vote of the voting members at the annual meeting of members. If there shall be more than one member of the board of managers, the vote of a majority of their number shall be sufficient to authorize action by the managers. The managers may designate one or more persons to serve as officers of the Company with such duties as shall be provided for in the Company's regulations. There shall be three initial members of the board of managers who will serve until the first annual meeting of the members. The initial members of the board of managers are Masood Kola and Asif Siddique, the address of each is 1840 Southside Boulevard, Suite 3A, Jacksonville, Florida 32216.

ARTICLE VI - CLASSES OF MEMBERSHIP AND ADMISSION OF NEW MEMBERS

A. *Classes of Membership.* There shall be two classes of membership - voting and non-voting. The rights, duties and obligations of each class of membership shall be the same in all respects other than the right to vote on Company matters. Only voting members shall be entitled to vote on Company matters. The vote of each voting member shall be weighted in proportion to the voting members' relative capital accounts; however, if the capital account of each voting member is negative or zero, each voting member shall have one vote.

B. *Admission of New Members.* Voting members of the Company have the right to admit new members, both voting and non-voting. Additional members may be admitted only on the unanimous written consent of the existing voting members. At the time new members are admitted, the existing voting members shall determine the amount and nature of the contributions by the new members and their membership classification.

ARTICLE VII - CONTINUATION OF BUSINESS

The remaining voting members of the Company have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining voting members.

ARTICLE VIII - ADDITIONAL PROVISIONS

A. *Amendment of Articles of Organization.* The Company's Articles of Organization may be amended only by a majority vote of the voting members.

B. *Adoption and Amendment of Regulations.* The power to adopt, alter, amend, or repeal the regulations of the Company is vested in the voting members and in the board of managers provided for in Article V. Any regulations adopted by the voting members may be changed only by the voting members.

IN WITNESS WHEREOF, these Articles of Organization have been executed on the 11 day of oct, 2004, at Jacksonville, Florida, by the undersigned initial members.



MASOOD KOLA



ASIF SIDDIQUE

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE
AND
ACCEPTANCE BY RESIDENT AGENT**

FILED
04 OCT 12 PM 4:30
CLERK OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

- (1) The name of the limited liability company is MAXX PROPERTIES, LLC.
- (2) The name and address of the registered agent and office is:

Masood Kola, 1840 Southside Boulevard, Suite 3A, Jacksonville, Florida 32216.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, Masood Kola, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned, Masood Kola, further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties as resident agent, and states that he is familiar with and accepts the obligations of his position as registered agent.

MAXX PROPERTIES, LLC

By: 

MASOOD KOLA

Dated: 10.11.04


MASOOD KOLA, Resident Agent