

DEC-06-2004 04:28PM

FROM: ADORNO & YOSS P.A.

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Florida Department of State
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

MERLIN TRADE FINANCE, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
MERLIN TRADE FINANCE, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Act, Chapter 608, Florida Statutes.

**ARTICLE I
NAME**

The name of this limited liability company is MERLIN TRADE FINANCE, LLC (the "Company").

**ARTICLE II
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 4201 N.E. 12th Terrace, Fort Lauderdale, Florida 33334.

**ARTICLE III
DURATION**

The period of duration for the Company will be perpetual.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Richard Drath and his address is 4201 N.E. 12th Terrace, Fort Lauderdale, Florida 33334.

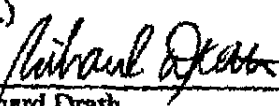
**ARTICLE V
MANAGEMENT**

The Company will be a Member-Managed Company.

The undersigned executed these Articles of Organization on this 3 day of December, 2004.

Authorized Representative of the Members:

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


Richard Drath

FILED
CLERK OF DISTRICT COURT
JANUARY 6 2005
FORT LAUDERDALE, FLORIDA

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

MERLIN TRADE FINANCE, LLC

2. The name and the Florida address of the registered agent are:

Richard Drath
4201 N.E. 12th Terrace
Fort Lauderdale, Florida 33334

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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Richard Drath