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### JAMES R. MEROLA, P.A.

11380 PROSPERITY FARMS ROAD, SUITE 204
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE: (561) 622-1433 • FACSIMILE: (561) 622-6279

January 19, 2005

Secretary of State
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: ADVANCED RETAIL TECHNOLOGIES, L.L.C. / FORMATION OF FLORIDA LIMITED LIABILITY COMPANY / Our File No. 2860.01

#### Gentlemen:

Enclosed herewith please find original and one copy of Articles of Organization for Advanced Retail Technologies, L.L.C. Kindly file the original and return the copy containing the filing information stamped thereon.

Also enclosed is our firm check in the amount of \$125.00 representing:

filing fee \$100.00 designation of registered agent \$ 25.00

If you have any questions, please do not hesitate to call. Thank you.

Sincerely,

JAMES R. MEROLA

JRM/hjm Enclosures ZOUS JAN 21 P 1: 34 SECRETARY OF STATE

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I - NAME:

The name of the Limited Liability Company is ADVANCED RETAIL TECHNOLOGIES, L.L.C.

#### ARTICLE II - ADDRESS:

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

#### Principal Office Address:

#### Mailing Address:

8681 S.E. Sandcastle Circle Hobe Sound, Florida 33455 8681 S.E. Sandcastle Circle Hobe Sound, Florida 33455

## ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE:

The name and the Florida street address of the registered agent are:

James R. Merola, Esquire 11380 Prosperity Farms Road, Suite 204 Palm Beach Gardens, Florida 33410

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 all 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 as provided for in Chapter 608, F.S.

JAMES R. MEROLA, ESQUIRE

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#### ARTICLE IV - MANAGERS OR MANAGING MEMBERS:

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

<pre>Title: "MGR" = Manager "MGRM" = Managing Member</pre>	Name and Address:
MGRM	Paul Heinz 8681 S.E. Sandcastle Circle Hobe Sound, Florida 33455
MGRM	Victor Forman 36506 N. 33rd Avenue Desert Hills, AZ 85086
REQUIRED SIGNATURE:	or an authorized representative of a member
(In accordance with execution of this doc	section 608.408(3), Florida Statutes, the cument constitutes an affirmation under the chat the facts stated herein are true.)
PAUL HEINZ	

SECRETARY OF STATE

hjm/corp/advanced retail technologies, llc/articles of organization

Typed or printed name of signee