

LO5000016845

(Requestor's Name)

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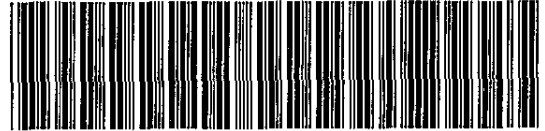
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 211825 11645A

AUTHORIZATION :

Patricia Pizuto

COST LIMIT : \$ 155.00

ORDER DATE : February 17, 2005

ORDER TIME : 4:54 PM

ORDER NO. : 211825-005

CUSTOMER NO: 11645A

CUSTOMER: Allan M. Lerner, Esq
Allan M. Lerner, P.a.

2888 East Oakland Park Blvd.

Fort Lauderdale, FL 33306

DOMESTIC FILING

NAME: PFX, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

EFFECTIVE DATE
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
2/16/05FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF ORGANIZATION
FOR
PFX, LLC**

The undersigned hereby execute and acknowledge the following Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Fla. Stat 608 et seq.

1. Name of LLC

The name of the limited liability company is PFX, LLC.

2. Principal Place of Business

The address of the company's principal place of business in Florida _266 South Coconut Lane

Miami Beach, FL 33139 _____

3. Registered Agents

3.1 Name of Registered Agent. The name of the registered agent for service of process in Florida is Allan M. Lerner, PA

3.2 Address of Registered Agent. The address of the registered agent for service of process is 2888 E. Oakland Park Blvd., Ft. Lauderdale, FL 33306

3.3 Status of Registered Agent. The registered agent is A domestic corporation

4. Form of Management

The management of PFX, LLC shall be vested pursuant to the Operating Agreement in a managing manager, who shall have the exclusive right to control and manage PFX, LLC. The members shall not take part in the management and control of PFX, LLC and shall have no power to bind PFX, LLC.

5. Indemnification

(a) The company shall indemnify every Managing Manager, and the Managing Manager's heirs, executors and administrators, against expenses actually and reasonably incurred by the Managing Manager, as well as against any amount paid upon a judgment in connection with any action,

suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a Managing Manager of this limited liability company.

(b) This indemnification is being given because the Managing Manager(s) will be requested by the company to act for and on behalf of the company and for the company's benefit.

(c) This indemnification is not exclusive of other rights to which the Managing Manager(s) may be entitled.

(d) The Managing Manager(s) are entitled to the fullest indemnification allowed by the current law or as the law may be amended after the adoption of these articles.

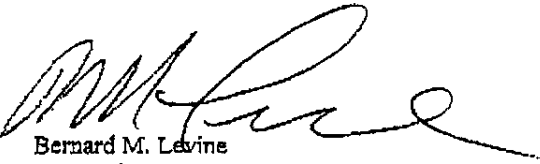
6. Purpose

PFX, LLC has been formed to conduct or promote any lawful business or purpose permitted by the laws of Florida

7. Tax Treatment

PFX, LLC is intended to be treated as a partnership for purposes of federal income taxation.

The undersigned executed these Articles of Organization effective as of the February 16, 2005


Bernard M. Levine
Authorized Representative

CONSENT TO ACT AS REGISTERED AGENT FOR PFX, LLC

Pursuant to Fla. Statute 608.415, the undersigned consent to act as the registered agent, at the office designated below, for PFX, LLC, a Florida limited liability company. The undersigned acknowledges that as registered agent it is familiar with, and accepts, the obligations of that position as provided for in this chapter.

Law Offices of Allan M. Lerner
2888 E. Oakland Park Blvd.
Ft. Lauderdale, FL 33306

By: 

Allan M. Lerner