

LOS000089577

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000214521 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

the saturnis group, llc

Certificate of Status	0
Certified Copy	1
Page Count	045
Estimated Charge	\$155.00

05 SEP 02 PM 4:15
DIVISION OF CORPORATIONS
RE-FILED
FILED
2005 SEP - 8 A 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	Electronic Filing Menu	Corporate Filing	Public Access Help
Document	DCC		
Duration	DCC		
Verification	DCC		
Acknowledgment	DCC		
W. P. Verifier			

STATION NAME/TEL. NO.	DNE-TOUCH	FILE NO. 724
STATION NO.	18502050383	MODE = BATCH TRANSMISSION
STATION NO.	18502050383	START=SEP-08 13:50
STATION NO.	18502050383	END=SEP-08 13:54
STATION NO.	18502050383	DATE SEP-08-2005
STATION NO.	18502050383	TIME 13:11

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000214521 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

LIMITED LIABILITY COMPANY

the saturnis group, llc

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

H05000214521

(4)

ARTICLES OF ORGANIZATION OF
THE SATURNIS GROUP, LLC.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I.

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be The Saturnis Group, LLC. and its principal office shall be located at 2700 N. Military Trail, Suite 130, Boca Raton, Florida 33431, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II.

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this

H05000214521

FILED

SEP - 8
11:00
CLERK OF DISTRICT COURT
H05000214521

arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the managers of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a majority vote of the members of the limited liability company.

ARTICLE IV.

MANAGEMENT

This limited liability company shall be managed by two (2) managers. The names and addresses of the persons who shall serve until the first annual meeting of members or until their successors are elected and qualified are as follows:

Marco R. Ciocca, 2700 N. Military Trail, Suite 130, Boca Raton, Florida 33431.

Ahmed Riesgo, 2700 N. Military Trail, Suite 130, Boca Raton, Florida 33431.

The Managers shall serve at the pleasure of the Members and may be removed or replaced at anytime by a majority vote of the voting interests.

ARTICLE V.

CAPITAL

The total capital of company shall be the sum of One Thousand and 00/100 Dollars (US\$1,000.00) or as otherwise set forth in the operating agreement by and between the members.

FILED
2005 SEP - 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
A 11:00

H05000214521

ARTICLE VI.

DURATION

This limited liability company shall exist in perpetuity or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII.

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2700 N. Military Trail, Suite 130, Boca Raton, Florida 33431, and the name of the company's initial registered agent at that address is Mark B. Goldstein.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the Articles of Organization of The Saturnis Group, LLC.

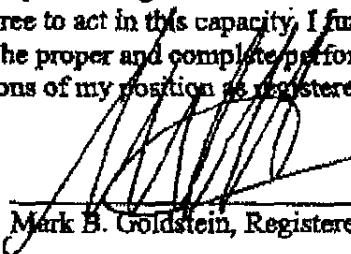
Executed by the undersigned at Boca Raton, Palm Beach County, Florida on this September 7, 2005.

Under penalties of perjury the facts stated herein are true and correct.

The Saturnis Group, LLC.


Mark B. Goldstein, Authorized Representative of Member.

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 as provided for in Chapter 608, F.S.


Mark B. Goldstein, Registered Agent

SEP-8 A 11:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED

H05000214521