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EXAMINER



DADELAND CENTRE II 9150 SOUTH DADELAND BOULEVARD, SUITE 1400 P.O. BOX 569015 MIAMI, FLORIDA 33156

> TELEPHONE (305) 350-5300 FACSIMILE (305) 373-2294

WEBSITE www.csklegal.com DIRECT LINE (305) 350-5331 EMAIL henry.marinello@csklegal.com

January 30, 2009

Via US Mail

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

To Whom It May Concern:

Attached please find the application for a Florida LLC conversion forms for Tracy Diamond Shield, LLC. Also attached is a check for one hundred sixty (\$160.00) to cover the filing fee, certified copy, and certificate of status.

If you have any questions or if any of the information is missing regarding the following LLC, please do not hesitate to contact me at my office, at 305-350-5300?

 \mathcal{X}_{i}

Henry Marinello

Colin Riley

HEM/CPR

L:\1763-0001-00\L\Fla div of corps (Roth Diamond Shield LLC).doc

COVER LETTER

TO:	Registration Se Division of Co					
SUBJ	ECT. Tracy [Diamond Shield, L	LC.			
0010		(Name of Limit	ed Liability Compa	ny)		_
The er	nclosed Articles of	Organization and fee(s) are	submitted for filing	;.		
Please	return all correspo	ondence concerning this mat	ter to the following	:		
	Henry Mar	inello, Esq.				
			(Name of Person)			
	Cole, Scot	t, and Kissane				2003 SEC SEC
			(Firm/Company)			FEB
	9150 S. Da	adeland Blvd., Su	ite 1400			TARY ASSE
			(Address)			ma B
	Miami, Flo	rida 33156				SSE III
		(Cit	y/State and Zip Code)		
For fu	rther information o	oncerning this matter, please	e call:			
Hen	ry Marinello)	_ _{at (} _305	350-533		_
	(Name	of Person)	(Area Code	& Daytime Tele	ephone Number)	
Enclo	sed is a check for	r the following amount:				
□ \$125	.00 Filing Fee	\$130.00 Filing Fee & Certificate of Status	\$155.00 Filing Certified Copy (additional copy	ру	\$160.00 Filing Certificate of Certified Copy (additional copy	Status &
		Mailing Address Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Registration Division Clifton B 2661 Exe	ourier Address on Section of Corporations uilding ocutive Center C ee, FL 32301		

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

(Must end with the words "Limi	ited Liability Company, "L.L.C.," or "LLC.")	
	No.	2009
ARTICLE II - Address:		H. '
The mailing address and street address of	of the principal office of the Limited Liability Gor	npahy is:
Principal Office Address:	Mailing Address:	§ 6
12700 Biscayne Blvd., Suite 402	12700 Biscayne Blvd., Suite 402	AN III
North Miami, FL 33181	North Miami, Ft. 33181	
ARTICLE III - Registered Agent, Res	gistered Office, & Registered Agent's Signatur	e:
(The Limited Liability Company cannot serve as its of business entity with an active Florida registration.) The name and the Florida street address	· · ·	
(The Limited Liability Company cannot serve as its or business entity with an active Florida registration.)	own Registered Agent. You must designate an individual or another of the registered agent are:	
(The Limited Liability Company cannot serve as its of business entity with an active Florida registration.) The name and the Florida street address Henry Marinello 9150 S. Dadela	own Registered Agent. You must designate an individual or another of the registered agent are: O, Esq. Namb and Blvd., Suite 1400	
(The Limited Liability Company cannot serve as its obusiness entity with an active Florida registration.) The name and the Florida street address Henry Marinello 9150 S. Dadela Florida:	own Registered Agent. You must designate an individual or another of the registered agent are: O, Esq. Name and Blvd., Suite 1400 street address (P.O. Box NOT acceptable)	
(The Limited Liability Company cannot serve as its of business entity with an active Florida registration.) The name and the Florida street address Henry Marinello 9150 S. Dadela	own Registered Agent. You must designate an individual or another of the registered agent are: O, Esq. Name and Blvd., Suite 1400 street address (P.O. Box NOT acceptable)	

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..

Registered Agent's Signature (REQUIRED)

(CONTINUED) Page 1 of 2

ARTICLE IV- Manager(s) or Managing Member(s):

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

Title:	Name and Address:
"MGR" = Manager "MGRM" = Managir	ember
MGRM	Tracy Roth
white the second	12700 Biscayne Blvd, Suite 402
	North Miami, FL 33181
	7 2
	Z009 FEB TALLAHA
	ASS.
	E STATI
(Use attachment if no	ary)
CLE V: Effective date	her than the date of filing: (OPTIONAL)
	late must be specific and cannot be more than five business days pri
0 days after the date o	ng.)
REQUIRED SIGNA	RE:
,	A CONTRACTOR OF THE PARTY OF TH
Sig	PRESIDENT Pof a member or an authorized representative of a member.
_	dance with section 608.408(3), Florida Statutes, the execution

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

Typed or printed name of signee