

L95000000591
KATHLEEN H. WATKINS
ATTORNEY AT LAW

TELEPHONE (305) 247-0521
FAX (305) 240-2015

P.O. BOX 001020
830 N. KROME AVENUE
HOMESTEAD, FLORIDA 33090-1020
ZIP FOR FED. EX. 33030

July 27, 1995

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100001551091
-08/01/95--01099--001
****337.50 ****337.50

RE: Keystone of South Dade Limited Company

Dear Sirs:

Enclosed please find Articles of Organization for Florida Limited Liability Company, Affidavit of Membership and Contributions and Certificate of Designation of Registered Agent/Registered Office concerning Keystone of South Dade Limited Company. Also enclosed is my check in the amount of \$337.50 which represents the filing fee, designation of registered agent and certified copy. Please return the certified copy directly to my office in the enclosed self-addressed, stamped envelope.

If you have any questions, please do not hesitate to contact my office.

Cordially,


(Mrs.) Kathleen H. Watkins

KHW/car

Enclosures

AUG 2 1995 BSA

FILED
95 AUG -1 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY

FILED
95 AUG -1 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the Limited Liability Company is: KEYSTONE OF SOUTH DADE LIMITED COMPANY.

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 1900 North 66th Avenue, Suite A, Hollywood, FL 33024.

ARTICLE III
DURATION

The period of duration for the Limited Liability Company shall be: perpetual.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are: JUAN JUAREZ, 14378 S.W. 283 Street, Leisure City, FL 33033; AMERIGO CLERICI, 1900 North 66th Avenue, Suite A, Hollywood, FL 33024; and MAURIZIO MARZOCCHI, 1900 North 66th Avenue, Suite A, Hollywood, FL 33024.

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be: No person shall be admitted as an additional member unless each present member consents in writing to the admission of the additional member and the additional member contributes to the company a contribution at least equal to the contribution of the highest contributing number at the time the additional member is admitted to the company.

ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be absolute.

IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of Organization this 27th day of July, 1995.

Juan Juarez
JUAN JUAREZ

Amerigo Clerici
AMERIGO CLERICI

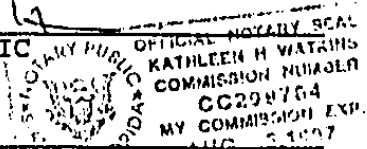
Maurizio Marzocchi
MAURIZIO MARZOCCHI

AS TO JUAN JUAREZ

SWORN TO AND SUBSCRIBED before me this 27th day of July, 1995 by JUAN JUAREZ who is personally known to me or who provided as identification.

My Commission Expires:

26 11
NOTARY PUBLIC



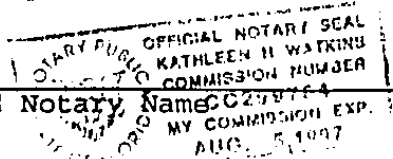
Printed Notary Name

AS TO AMERIGO CLERICI

SWORN TO AND SUBSCRIBED before me this 27th day of July, 1995 by AMERIGO CLERICI who is personally known to me or who provided as identification.

My Commission Expires:

26 11
NOTARY PUBLIC



Printed Notary Name

AS TO MAURIZIO MARZOCCHI

SWORN TO AND SUBSCRIBED before me this 27th day of July,
1995 by MAURIZIO MARZOCCHI, who is personally known to me or who
provided _____ as identification.

Jan 11
NOTARY PUBLIC

My Commission Expires:

Printed Notary Name



STATE OF FLORIDA
COUNTY OF DADE

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members or authorized representative of a member of KEYSTONE OF SOUTH DADE LIMITED COMPANY depose and say:

1. The above named limited liability company has at least three members.

2. The total amount of cash contributed by the member is: \$300.00.

3. If any, the agreed value of property other than cash contributed by member is \$-0-.

4. The total amount of cash or property anticipated to be contributed by member is \$900.00.

Juan Juarez
JUAN JUAREZ

Amerigo Clerici
AMERIGO CLERICI

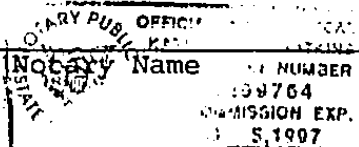
Maurizio Marzocchi
MAURIZIO MARZOCCHI

AS TO JUAN JUAREZ

Sworn to and subscribed before me this 27 day of July, 1995
by JUAN JUAREZ who is personally known to me or who provided
as identification.

[Signature]
NOTARY PUBLIC

My Commission Expires:



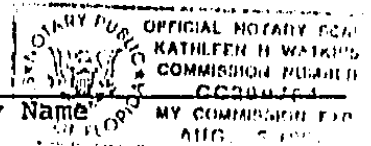
AS TO AMERIGO CLERICI

Sworn to and subscribed before me this 21st day of July, 1995
by AMERIGO CLERICI who is personally known to me or who provided
as identification.

21 14
NOTARY PUBLIC

My Commission Expires:

Printed Notary Name

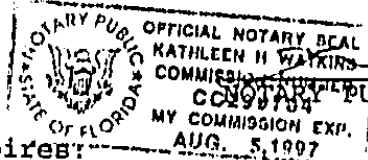


AS TO MAURIZIO MARZOCCHI

Sworn to and subscribed before me this 21st day of July, 1995
by MAURIZIO MARZOCCHI who is personally known to me or who provided
as identification.

My Commission Expires:

Printed Notary Name



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95 AUG -1 PM 1:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

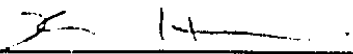
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

1. The name of the limited liability company is: KEYSTONE OF SOUTH DADE LIMITED COMPANY.
2. The name and address of the Registered Agent and Office is:

KATHLEEN H. WATKINS
830 North Krome Avenue
Homestead, FL 33030

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.


KATHLEEN H. WATKINS

DATE: 7-27-95

L95000000591

KATHLEEN H. WATKINS
ATTORNEY AT LAW

TELEPHONE 305121-6821
FAX 305 2411-1118

P.O. BOX 001620
830 N. KROME AVENUE
HOMESTEAD, FLORIDA 33090-1620
ZIP FOR FID EX 33030

November 15, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

L95-591

Re: Keyntone of South Dade Limited Company

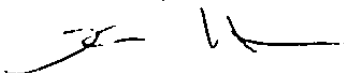
Dear Sirs:

Please be advised that the address of the above-referenced limited liability company has changed. The new address is:

15520 S. Roundtable Road, Davie, FL 33331

Please make the necessary changes to your records to reflect the above.

Cordially,



(Mrs.) Kathleen H. Watkins

KHW/car

LR 11/21/95