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PERRY & SCHONE, P.A.
ATTORNEYS AT LAW
505 E. FOURTH AVENUE
DEERAY BEACH, FLORIDA 33443

MARK A. PERRY
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August 14, 1995

Florida Department of State
Division of Corporation
403 E Gaines Street
PO Box 6327
Tallahassee, FL 32314

400001565024
-08/21/95--01055--007
****122.50 ****122.50

Re: Asset Protection International, L.C.

TO WHOM IT MAY CONCERN:

800001581420
-09/11/95--01040--023
****215.00 ****215.00

Enclosed herewith please find an original and one photocopy of the Articles of Organization of Asset Protection International, L.C. Also enclosed is our firm's check in the amount of \$122.50 which represents: \$35.00 filing fee; \$52.50 certified copy fee; and \$35.00 designation.

If everything is in order, please file the Articles and return a certified copy to this office. Thanking you in advance.

Sincerely,

Michelle D. Edwards
Michelle D. Edwards
Secretary to
Mark A. Perry

/mde
Enclosure

W95-16893

Michelle Edwards
BY PHONE TO
R. A. Address
9/6/95
BSF

125
678, 612

FILED
95 SEP 6 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AUG 22



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 22, 1995

PERRY & SCHONE, P.A.
50 S.E. FOURTH AVENUE
DELRAY BEACH, FL 33483

SUBJECT: ASSET PROTECTION INTERNATIONAL, L.C.
Ref. Number: W95000016893

We have received your document for ASSET PROTECTION INTERNATIONAL, L.C. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$215.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 595A00039208

ARTICLES OF ORGANIZATION
OF
ASSET PROTECTION INTERNATIONAL, L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Limited Liability Company shall be: ASSET PROTECTION INTERNATIONAL, L.C.

ARTICLE II

DURATION

This Limited Liability Company shall exist in perpetuity.

ARTICLE III

PURPOSE

This Limited Liability Company is created for transacting the business of protecting, administering and managing assets and in such other related business as may be agreed on by the members.

ARTICLE IV

PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Limited Liability Company is 50 S.E. 4th Avenue, Delray Beach, FL 33483 and such other place or places as the members from time to time may be determined.

ARTICLE V

INITIAL REGISTERED AGENT

The initial registered agent of the Limited Liability Company shall be Catherine J. Greene and the address of the initial registered agent is 5030 Champion Blvd. #6234, Boca Raton, FL 33496 .

ARTICLE VI

ADMISSION OF ADDITIONAL MEMBERS

Additional members will only be admitted with unanimous consent of all members and upon such terms are unanimously agreed to by all members.

ARTICLE VII

CONTINUITY OF BUSINESS

The remaining members of the Limited Liability Company will

have the right to continue the business upon 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.

ARTICLE VIII

MANAGEMENT

The Business of the company shall be conducted under the exclusive management of its members who shall have exclusive authority to act for the company in all matters. The members may from time to time designate certain members as officers to act for the company in certain matters as specified by the agreement of the members. The names and address of the managing members are as follows:

Catherine J. Greene
17031 Boca Club Blvd.
Apt. 105-A
Boca Raton, FL 33487

Max W. Jones
401 N.E. Mizer Blvd.
Apt. 503
Boca Raton, FL 33432

ARTICLE IX

CAPITALIZATION

The Limited Liability Company has two members which shall make an initial amount of capital contribution (including cash and a description of the agreed value of property) as follows:

Catherine J. Greene	\$500.00
Max W. Jones	\$500.00

The above indicated amounts reflect the agreed value of the property being contributed by the members and the amount anticipated to be contributed by the members.

This Limited Liability Company shall begin existence as of this the 6th day of July, 1995.

IN WITNESS OF THE FOREGOING, we have herunto set our hand(s)
and seal(s) this the 6th day of July, 1995.

Catherine J. Greene
Catherine J. Greene

Max W. Jones
MAX W. JONES

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared,
Catherine J. Greene and Max W. Jones, who, being by me first duly
sworn, say(s) that they executed the above and foregoing instrument
for the purposes therein expressed.

WITNESS my hand and official seal this the 6th day of July,
1995.



Michelle D. Edwards
Notary Public

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent, I hereby am familiar
with and accept the duties and responsibilities as agent.

Catherine J. Greene
Catherine J. Greene

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of 183,400
Quartermaster International, Inc. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 500.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0.00 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 500.00 . This total includes amounts from 2 and 3 above.

Michael W. Davis
Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Asset Protection International, Inc. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 500.00 .
- 3) If any, the agreed value of property other than cash contributed by member(s) is \$ — . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 500.00 . This total includes amounts from 2 and 3 above.

Catherine J. Skene

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Met Protection International, L.C.

2. The name and address of the registered agent and office is:

Catherine J. Greene
(Name)
5030 Champion Blvd #6234
(P.O. Box not acceptable)
Boca Raton, FL 33496
(City/State/Zip)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation 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.

Catherine J. Greene
(Signature)

7/6/95
(Date)