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Acknowledgment								

W.P. Verifier

CR2E031 (R8-85)

## ARTICLES OF ORGANIZATION OF BLL ULTIMATE CAPITAL LIMITED COMPANY

The undersigned hereby declares that the following Articles of Organization shall be the charter and authority for the conduct of business of BLL ULTIMATE CAPITAL LIMITED COMPANY.

#### ARTICLE I

NAME

The name of the Limited Liability Company is BLL ULTIMATE CAPITAL LIMITED COMPANY.

#### ARTICLE II

#### **ADDRESS**

The mailing address and the street address of the principal office of the Limited Liability Company is: 1200 North Federal Highway, Suite 424, Boca Raton, Florida 33432.

#### ARTICLE III

#### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office for the Limited Liability Company is 1200 North Federal Highway, Suite 424, Boca Raton, Florida 33432, and the name of the initial registered agent is EMILY T. LU.

#### <u>ARTIÇLE IV</u>

#### **DURATION**

The period of duration for the Limited Liability Company shall be fifteen (15) years. The

Company's existence shall begin at the date and time when the Articles of Organization are filed with the Secretary of State of Florida.

#### ARTICLE Y

#### MANAGEMENT

The Limited Liability Company is to be managed by one or more Managers in accordance with the regulations adopted by the Company from time to time. All Managers shall be members of the Company. The names and addresses of the initial Managers who are to serve as Managers until the first annual meeting of the members, or until their successors are elected and qualified, are:

DONALD H. BAXTER	EMILY T. LU	BEN Y.L. LIN
1200 North Federal Hwy.	1200 North Federal Hwy.	1200 North Federal Hwy.
Suite 424	Suite 424	Suite 424
Boca Raton, Florida 33432	Boca Raton, Florida 33432	Boca Raton, Florida 33432

#### ARTICLE VI

#### ADMISSION OF ADDITIONAL MEMBERS

The right of the remaining members to admit additional members and the terms and conditions of the admissions shall be as follows:

From time to time, the Company may issue additional Limited Liability Company interests and additional members of the Company may be admitted with respect to such additional Limited Liability Company interests issued by the Company. Additional Limited Liability Company interests may be issued by the Company only with the consent of all Managers. A person may be admitted as an additional member of the Company only upon such person's admission being reflected in the records of the Company. The provisions of admission of additional members may be modified by the regulations of the Company as adopted or amended from time to time.

#### ARTICLE VII

#### MEMBERS' RIGHTS TO CONTINUE BUSINESS

In the event of 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, the remaining members of the Company may elect to continue the business upon the consent of all the remaining members within ninety (90) days after the occurrence of any event described above, provided that at all times during such ninety (90) day period there are not fewer than two (2) remaining members.

#### ARTICLE VIII

#### **AMENDMENT**

The Managers, with the consent of all members, may amend, modify or repeal any provisions contained in these Articles of Organization through the adoption of an amendment to these Articles, or through an amendment to the Regulations of the Company.

#### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of BLL ULTIMATE CAPITAL LIMITED COMPANY, deposes and says:

- 1. The above-named Limited Liability Company has at least two (2) members.
- 2. The total amount of cash contributed by the members is Six Hundred Three Thousand and 00/100 Dollars (\$603,000,00).
- 3. If any, the agreed value of property other than cash contributed by the members is: None.

4. The total amount of each or property anticipated to be contributed by the members is Six Hundred Three Thousand and 00/100 Dollars (\$603,000,00). This total includes the amounts listed in Items 2 and 3 above.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 1214 day of September, 1995.

-EMILY T. LU, Managing Member

STATE OF FLORIDA ) ss.
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this  $1.2^{-1}$  day of September, 1995, by EMILY T. LU, who is personally known to me, and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official seal in the State and County aforesaid, this  $10^{-1}$  day of September, 1995.

CC 355694

CC STATE CHILING

NOTARY PUBLIC

My Commission Expires: 4.2.9%

## CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

In compliance with Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating its registered office and registered agent in the State of Florida:

- 1. The name of the Limited Liability Company is BLL ULTIMATE CAPITAL LIMITED COMPANY.
- 2. The street address of the registered office for the Limited Liability Company is 1200 North Federal Highway, Suite 424, Boca Raton, Florida 33432, and the name of the registered agent is EMILY T. LU.

DATED this 12 11 day of September, 1995.

EMILY T. LU, Managing Member 22

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.

DATED this 12 M day of September, 1995.

EMILY T. LU, Registered Agent

#### FILE NOW: Fee after May 1, will be \$263.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996



FLORIDA DEPARTMENT DE STATE Sandra B. Morman Secretary of State DIVISION OF CORPORATIONS APPROVED AND FILED

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11. Ido hereby critily that the information supplied with this filing is voluntarily lurrished and does not qualify for the exemption stated in Section 119 07(3) (k). Florida Statutes. If unfer certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member of manager of the limited liability company or the receiver or frustee empowered to execute this report as required by Chapter 608. Florida Statutes and that my name appears in Block 10 or or an all abment with an address.

SIGNATURE:
------------

- GAINY TLN FEBL, 9

395-211

# L95000000691

Division of Corporation P. O. Box 6327 Tailnhassee, FL 32314

November 7, 1996

Dear Sire;

#### Re: Articles of Dissolution

Attached is a set, the original and the copy, of Articles of Dissolution for BLL ULTIMATE CAPITAL LIMITED COMPANY, a Florida Limited Liability Company stating the unanimous written agreement of all members to dissolve the Limited Liability Company effective November 7, 1996.

A check of \$61.25 is also attached in payment of \$52.50 filing fee and \$8.75 certificate of status.

Please acknowledge the dissolution and stamp and return the copy of dissolutio for our records.

Thank you.

900002004539--0 -11/14/96--01053--016 \*\*\*\*\*61.25 \*\*\*\*\*61.25

Yours sincerely,

Emily T. Lu

Managing Member

Encl.

FILED 5DEC -4 PH 1:01 CRETARY OF STATI LLAHASSEF FI OBIT



### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 22, 1996

EMILY T. LU BLL ULTIMATE CAPITAL LIMITED COMPANY 1200 N. FEDERALY HWY., STE. 424 BOCA RATON, FL 33432

SUBJECT: BLL ULTIMATE CAPTIAL LIMITED COMPANY Ref. Number: L95000000691

We have received your document for BLL ULTIMATE CAPTIAL LIMITED COMPANY and your check(s) totaling \$61.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Dissolution for a Florida limited liability company must be signed by all members.

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) 487-6909.

Letter Number: 396A00053130

Velma Shepard Corporate Specialist

# ARTICLES OF DISSOLUTION FOR A FLORIDA LIMITED LIABILITY COMPANY

The name of the limited liability company is		SEE FLOR	4 PH 1:	ILED				
BLL Ultimate Capital Limited C	ompany	<b>D</b> F.	90					
2. The effective date of the limited liability company's dissolution is November 7, 1996  3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).  The dissolution is done by the unauimous written agreement of all								
members.								
<ul> <li>4. CHECK ONE:         <ul> <li>All debts, obligations and liabilities of the limited liability company have been paid or discharged.</li></ul></li></ul>								
6. CHECK ONE:  There are no suits pending against the company in any court.  OR-  Adequate provision has been made for the satisfaction of any judgement, order or decree which may be entered against it in any pending suit.								
Signatures of all members:								
Signature	Typed or Printed name							
tondil /s / tax un	Donald H. Baxter, Managing Me Emily T. Lu, Managing Member	<u>mbe</u> r						
Joen Cur	Ben Y. Lin. Managing Member			-				