

# L95000000732

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
\_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 SEP 25 AM 11:01

AL SEP 25 1995

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY AAK \_\_\_\_\_

WALK-IN 9-25-1200  
Will Pick Up

RE: Phoenix Graphics,  
L.C.

	C.C. FEE.	DISBURSED
Capital Express™		
✓ Art. of Inc. File <u>LC</u>		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
✓ (-) One Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prop.		
FAX ( ) pgs.		
SUBTOTALS		

300001603543  
-10/09795-01015-004  
\*\*\*285.00\*\*\*285.00

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit Invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 SEP 25 AM 11:01

ARTICLES OF ORGANIZATION  
OF  
A LIMITED LIABILITY COMPANY  
KNOWN AS

PHOENIX GRAPHICS, L.C.

ARTICLE I - NAME

The name of this Company is PHOENIX GRAPHICS, L.C., a Florida limited liability company.

ARTICLE II - DURATION

This Company shall have a duration of thirty (30) years from the date of filing of these Articles of Organization with the Florida Department of State. However, the duration can be extended by agreement among the members, but shall not have a perpetual existence.

ARTICLE III - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - PLACE OF BUSINESS

The street address of the place of business of this Company is 6800 S.W. 40th Street, Suite 455, Miami, Florida 33155.

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The street address of the initial registered office of this company is 6800 S.W. 40th Street, Suite 455, Miami, Florida 33155, and the name of the initial registered agent of this corporation at that address is RAMON NAVARRO.

ARTICLE VI - CONTRIBUTIONS

The total amount of cash and other property being contributed by

the members of this Company are as follows:

<u>NAME OF MEMBER</u>	<u>CONTRIBUTION</u>
LUIS A. ALVAREZ FAMILY, L.C. 6800 S.W. 40th Street Suite 455 Miami, Florida 33155	See Exhibit "A" attached hereto.
MARCEL DERAY 6800 S.W. 40th Street Suite 455 Miami, Florida 33155	See Exhibit "A" attached hereto.
TREVOR RESNICK 6800 S.W. 40th Street Suite 455 Miami, Florida 33155	See Exhibit "A" attached hereto.
RAMON NAVARRO 6800 S.W. 40th Street Suite 455 Miami, Florida 33155	See Exhibit "A" attached hereto.
ELIZABETH PATTEN 6800 S.W. 40th Street Suite 455 Miami, Florida 33155	See Exhibit "A" attached hereto.

No other additional contributions have been agreed to be made or required at this time.

#### ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

The admission of additional members is restricted. Refer to the Operating Agreement for the requirements for the admission of additional members.

#### ARTICLE VIII - CONTINUATION OF COMPANY

The continuation of the Company is controlled by the provisions of the Operating Agreement. Refer to the Operating Agreement for the provisions regarding continuation of the Company.

#### ARTICLE IX - MANAGEMENT

This Company shall be managed by RAMON NAVARRO who is hereby

irrevocably appointed as Manager of the Company and shall have all right and authority to act for and on behalf of the Company and all of its Members. The Manager shall continue to operate the Company in accordance with the provisions of the Operating Agreement.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization on this 18 day of September, 1995.

LUIS A. ALVAREZ FAMILY, L.C.,

By: [Signature]  
LUIS A. ALVAREZ, Manager

[Signature]  
RAMON NAVARRO

[Signature]  
MARCEL DERAY

[Signature]  
TREVOR RESNICK

[Signature]  
ELIZABETH PATTEN

STATE OF FLORIDA

COUNTY OF DADE

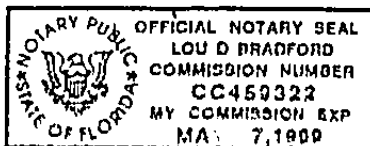
) ss.

The foregoing instrument was acknowledged before me this 18 day of September, 1995 by LUIS A. ALVAREZ as Manager of LUIS A. ALVAREZ FAMILY, L.C., a Florida limited liability company; MARCEL DERAY; TREVOR RESNICK; RAMON NAVARRO and ELIZABETH PATTEN, who are personally known to me or have produced Florida Driver License as identification and who did (~~did not~~) take an oath.

IN WITNESS WHEREOF, We have set our hands and seals in the State and County above, this 18 day of September, 1995.

[Signature]  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR  
SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 25 AM 11:01

In compliance with Sections 48.091 and 608.415, Florida Statutes,  
the following is submitted:

THAT PHOENIX GRAPHICS, L.C., a Florida limited liability company,  
desiring to organize or qualify under the laws of the State of Florida,  
with its principal place of business at 6800 S.W. 40th Street, Suite  
455, Miami, Florida, has named RAMON NAVARRO at 6800 S.W. 40th Street,  
Suite 455, Miami, Florida 33155, as its agent to accept service of  
process within Florida.

Dated: September 17, 1995.

  
RAMON NAVARRO, Manager

Having been named to accept service of process for the above named  
company, at the place designated in this Certificate, I hereby accept  
to act in this capacity, and I further agree to comply with the  
provisions of all statutes relative to the proper performance of my  
duties.

  
RAMON NAVARRO  
Registered Agent

**EXHIBIT A - CONTRIBUTIONS**

The following are the contributions by each of the members of the PHOENIX GRAPHICS, L.C.:

1. Cash or real property in the amount of \$200,000.00 contributed as follows:

LUIS A. ALVAREZ FAMILY, L.C.	\$ 38,000.00
MARCEL DERAY	\$ 38,000.00
TREVOR RESNICK	\$ 38,000.00
RAMON NAVARRO	\$ 30,000.00
ELIZABETH PATTEN	\$ 56,000.00

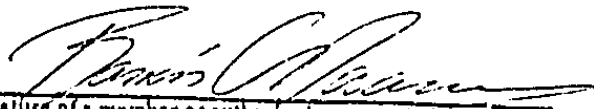
The ownership interest in the PHOENIX GRAPHICS, L.C. is as follows:

LUIS A. ALVAREZ FAMILY, L.C.	19.0 %
MARCEL DERAY	19.0 %
TREVOR RESNICK	19.0 %
RAMON NAVARRO	15.0 %
ELIZABETH PATTEN	28.0 %

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of PHOENIX  
GRAPHICS, L.C. 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 \$ 200,000.00
- 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  
\$ 200,000.00 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.  
(In accordance with section 604.404(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

RAMON NAVARRO, Manager