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(Address) Tallahassee, FL 3	32301 (904) 656-3992	####337.50 ####33 OFFICE USE ONLY
(City, State, Zip)	(Phone #)	S COT - 6 M SECRETARY OF ALLAMASSEE. I
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 6, 1995

CAPITOL SERVICES D/B/A
PARALEGAL & ATTY. SERVICE BUREAU, INC.
1406 HAYS STREET, SUITE 2
TALLAHASSEE, FL 32301

SUBJECT: CARLO MAGGIO DESIGN, L.C. Ref. Number: W95000019921

We have received your document for CARLO MAGGIO DESIGN, L.C. and check(s) totaling \$337.50. However, your check(s) and document are being returned for the following:

A limited liability company may not serve as its own registered agent. Please designate an individual, an active domestic corporation or limited liability company, or a foreign corporation or limited liability company authorized to transact business within the state, having a Florida street address identical with that of the registered office.

The designation of the registered agent must be at a Florida street address.

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) 487-6972.

Doris Brown Document Specialist

Letter Number: 495A00045400



ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Carlo Maggio Design, L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1190 Turnbull Bay Road New Smyrna Beach, Florida 32166

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 managers and the names and addresses of such managers who are to serve as managers are:

(1) Robert Schlup Thunstrasse 13 CH-3074 Muri, Switzerland

- (2) Marco Casanova Mun Stergasse 64 CH-3001 Bern, Switzerland
- (3) Heinz Bloch Köllikerstrasse 12 CH-8044 Zurich, Switzerland

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:

only by unanimous consent

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:

That the remaining members have 120 days to decide to continue the LC

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OCT-03-1995 12:00 PARKER CHPIN 218-03

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Carlo Maggio Design, L.C. deposes and says:

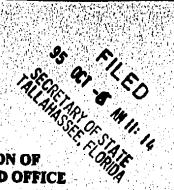
- 4) the total amount of cash anticipated to be contributed by member(s) is \$ 500,000.0.0

 This total includes amounts from 2 and 3 above.

Signature of a require of authorized representative of a member.

(In accretions with section file stee3), Foods Stantes, the esection of this efficient constitutes an affirmation under the possities of paying that the facts stated herein are true.

47144-] -4- 10/3/95



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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: Carlo Maggio Design, L.C.
- 2. The name and address of the registered agent and office is:

Robert Schlup		_ •
(Neman)	7	
State of States States		•—
1190 Turnbell Bay Road		
(P.O. flox not acceptable)		
New Smyrna Beach, Florida 32166 (Cin Sue Zin)	•	·

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.

Bv

October 3, 1995

10/3/95

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PARALEGAL & A'ITORN	Y SERVICE BUREAU INC	CA CORPORATION
(Requestor's Name	e)	
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(Address)	12001 (00/) (55 500	
(City, State, Zip)	(904) 656-3992 (Phone #)	OFFICE USE ONLY
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<u> </u>	Other	Examiner's Initials

CR2E031(10/92)

CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

CARLO MAGGIO DESIGN, L.C. (Present Name)

LANASSEE FLORIDA

FIRST:

The date of filing of the articles of organization is October 6, 1995.

(A Florida Limited Liability Company)

SECOND: The following amendment to the articles of organization was adopted by the limited liability company:

The following person has been added as a managing member:

Carlo Maggio Rossweidweg 4 CH-3052 Zollikofen Switzerland

Dated: November 1, 1995.

Signature of member or authorized representative of a member

____Heinz Bloch

Typed or printed name of person singing

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

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

3 10 00 10 DO 52 DIVISION OF CORPORATIONS Annual Report \$100.00 + \$136.75 Corporation Supplemental Fee SEGRETARY OF STATE TALLAHASSEE, FLORIDA FILING FEE Make Check Payable To: FLORIDA DEPARTMENT OF STATE \$ 238.75 Name and Mailing Address of Limited Llability Company **DOCUMENT #195000000755** 1a. Principal Place of Business Address CARLO MAGGIO DESIGN, L.C. 1190 TURNBULL BAY ROAD 1190 TURNBULL BAY ROAD NEW SMYRNA BEACH FL 32166 NEW SMYRNA BEACH FL 32166-If above mailing address is incorrect in any way, line through incurrect information and enter correction in Block 2a. 3a. State of Formation 3. Date Organized or Qualified 2a. Mailing Address 2. Principal Place of Business 10/06/1995 FL + P.O. Box 902 Suitc, Apt. #, etc. Suite, Apt. #, etc. 4. FEI Numner Applied For City & State 59 3339021 Not Applicable City & State New Smyrna 8. Certificate of Status Desired 5. Date of Last Report Country N/A 32168 32168 8. Name and Address of New Registered Agent 7. Name and Address of Current Registered Agent SCHLUP, ROBERT Street Address (P.O. Box Number is Not Acceptable) 1190 TURNBULL BAY ROAD NEW SMYRNA BEACH FL 32166 Suite, Apt. #, etc. Zip Code City 32168 9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the ooligations. DATE SIGNATURE (Registered Agent Accepting Appointment) (NOTE Registered Agent signature required when reinstalling) City, State and Zip Code **Business Street Address** Managing Members/Managers 10. Title WRI, SWITZERLAND HUNSTRASSE 13 CH-3074 SCHLUP, ROBERT MOR NEW SMYRNA BEACH, FL 3216 1190 TURNBULL BAY ROAD MGR/4 BERN, SWITZERLAND TUN STERGASSE 64 CH-3001 CASSANOVA, MARCO MOR-NEW SMYRNA BEACH, FL 3216 1190 TURNBULL BAY ROAD CASANOVA, MARCO BLOCH, HEINZ MGRM OLLIKERSTRASSE 12 CH-8044 ZURICH, SWITZERLAND MOR-MGRM ZOLLIKOFEN, SWITZERLA COSSWELDWEG 4 CH-3052 MAGGIO, CARLO

11. I do hereby certify that the information supplied with this filling is voluntarily furnished and does not quality for the exemption stated in Section 119.07(3) (k), Florida Statutes. In further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as it made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

ROSSWEIDWEG 6 CH-3052

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TYPED OR PHINTED NAME

Robert Schlup

4/26/95

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SIGNING MANAGING MEMBER OR MANAGER

MGRM