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FLORIDA DIVISION OF CORPORATIONS

09:36 AM

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & R

DEPARTMENT OF STATE

200 E BROWARD BLVD

STATE OF FLORIDA

PO BOX 1900

409 EAST GAINES STREET

FT LAUDERDALE FL 33302-

00000

TALLAHASSEE, FL 32399

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FAX: (904) 922-4000

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DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: ROYCE INTERNATIONAL, L.C.

FAX AUDIT NUMBER: H95000012704

CURRENT STATUS: REQUESTED

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DEPT OF CORP

11/13

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**ARTICLES OF ORGANIZATION OF
ROYCE INTERNATIONAL, L.C.**

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, does hereby establish the following:

1. **Name.** The name of the limited liability company is Royce International, L.C.
2. **Duration.** The period of duration of the limited liability company is fifty (50) years from the date of filing hereof with the Florida Secretary of State, unless sooner dissolved as provided by statute or by the Royce International, L.C. Regulations.
3. **Purpose.** This limited liability company is organized for the purpose of engaging in any lawful business in which a limited liability company may engage under Florida law.
4. **Principal Place of Business.** The address of its principal place of business is 888 East Las Olas Boulevard, Suite 210, Fort Lauderdale, Florida, 33301.
5. **Registered Agent and Office.** The name and address of its initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles, is Peter R. Fazzone, 888 East Las Olas Boulevard, Suite 210, Fort Lauderdale, Florida, 33301.
6. **Capitalization.** The capital contributions of the Members, having an agreed value totaling \$1,000.00, when contributed, shall be allocated as follows:

<u>Name</u>	<u>Contribution</u>
Peter R. Fazzone	\$990.00
Tracey Mencia	\$10.00

7. **Additional Liability of Members.** No additional capital contributions of the Members will be required.

Prepared by: Scott H. Margol, Esq., FL Bar #0522848
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(305) 764-6660

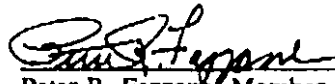
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8. Admission of Additional Members. Additional Members may only be admitted with the consent of the Members constituting a majority in interest of the outstanding Membership interest in the limited liability company.
9. Continuity. The remaining Members 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.
10. Management. The business of the limited liability company shall be reserved to and conducted under the exclusive management of its Manager who shall have exclusive authority to act for the limited liability company in all matters. The name and address of the initial Manager of the Company is Peter R. Fazzone, 888 East Las Olas Boulevard, Suite 210, Fort Lauderdale, Florida, 33301.

DATED this 16 day of November, 1995.



Peter R. Fazzone, Member and Manager

Prepared by: Scott H. Margol, Esq., FL Bar #0522848
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Fort Lauderdale, Florida 33301
(305) 764-6660

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**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for Royce International, L.C., at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 10 day of November, 1995.


Peter R. Fazzone

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Prepared by: Scott H. Margol, Esq., FL Bar #0522848
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Fort Lauderdale, Florida 33301
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member or authorized representative of a Member of Royce International,
L.C. 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 \$1,000.00; and
3. The Members have not contributed any property other than cash.



Peter R. Fazzone, Member and Manager

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Prepared by: Scott H. Margol, Esq., FL Bar #0522848
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(305) 764-6660

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

APPROVED

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra R. Morham
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE
\$ 238.75

Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1 Name and Mailing Address
of Limited Liability Company

DOCUMENT #L95000000870

ROYCE INTERNATIONAL, L.C.
888 EAST LAS OLAS BLVD.
SUITE 210
FT. LAUDERDALE FL 33301

1a. Principal Place of Business Address

888 EAST LAS OLAS BLVD.
SUITE 210
FT. LAUDERDALE FL 33301

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2 Principal Place of Business

2a. Mailing Address

same
Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

3. Date Organized or Qualified

3a. State of Formation

11/13/1995

FL

4. FEI Number

45-0618506

☐ Applied For

☐ Not Applicable

5. Date of Last Report

6. Certificate of Status Desired

☐ Additional Fee Required

7. Name and Address of Current Registered Agent

8. Name and Address of New Registered Agent

FAZZONE, PETER R
888 EAST LAS OLAS BLVD.
SUITE 210
FT. LAUDERDALE FL 33301

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

200001743412

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****238.75 ****238.75

FL

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 obligations.

SIGNATURE

DATE

(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title

Managing Members/Managers

Business Street Address

City, State and Zip Code

MGR

FAZZONE, PETER R

888 EAST OLAS BLVD. SUITE

FT. LAUDERDALE FL

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I 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 if 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.

SIGNATURE:

Peter R Fazzone

3-5-96

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGER, MEMBER OR MANAGER

Date

Daytime Phone #