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FLORIDA DIVISION OF CORPORATIONS

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DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: ALL INCLUSIVE MAINTENANCE SERVICES, L.L.C.

FAX AUDIT NUMBER: H96000004307

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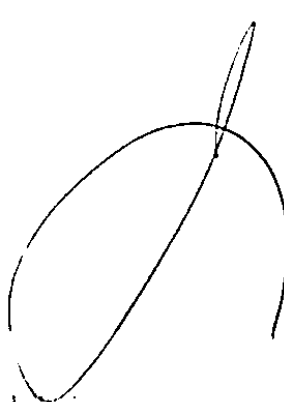
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**ARTICLES OF ORGANIZATION FOR FLORIDA  
LIMITED LIABILITY COMPANY**

**OF**

**ALL INCLUSIVE MAINTENANCE SERVICES, L.L.C.**

**ARTICLE I - Name:**

**The name of the Limited Liability Company is:**

**ALL INCLUSIVE MAINTENANCE SERVICES, L.L.C.**

**ARTICLE II - Address:**

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

**c/o Beck, Villata & Co., P.C.  
1390 N.E. 162nd Street  
North Miami Beach, Florida 33162**

**ARTICLE III - Duration:**

**The period of duration for the Limited Liability Company shall be:**

**Thirty years from the date of filing.**

**ARTICLE IV - Management:**

**The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are:**

**Frank Beck  
c/o Beck, Villata & Co., P.C.  
1390 N.E. 162nd Street  
North Miami Beach, Florida 33162**

**Patrick Moncur  
c/o Beck, Villata & Co., P.C.  
1390 N.E. 162nd Street  
North Miami Beach, Florida 33162**

**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**

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INTERCONTINENTAL BUSINESS MANAGEMENT, INC. / Vivian Beck / 305 - 948-8777  
1390 NE 162 ST. # B N Miami Bch., FL 33162

admissions shall be:



There shall be no right to admit additional members unless, each member consents in writing to the admission of the additional member(s).

**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:

The remaining members of the limited liability company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrences of any other event by unanimous consent of the remaining members provided there are at least two members.

IN WITNESS WHEREOF, these Articles of Organization have been signed this       day of       , 1996.

  
FRANK BECK, Member  
  
PATRICK MONCUR, Member

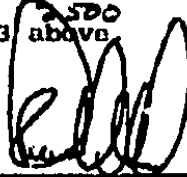
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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of ALL INCLUSIVE MAINTENANCE SERVICES, L.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 members is \$ 2,500 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 . 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 members is \$ 2,500 . This total includes amounts from 2 and 3 above.



\_\_\_\_\_, Member

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICER**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:  
ALL INCLUSIVE MAINTENANCE SERVICES, L.L.C.
2. The name and address of the registered agent and office is:

Mr. Frank Beck  
c/o Beck, Villata & Co.  
1390 N.E. 162nd Street  
North Miami Beach, Florida 33162

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.

By: Frank Beck

Dated: 3/22/96

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