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MIAMI, FL 33133  
101-23 071  
101-23 0911  
800-342-8000

L96000000820



PRESIDENT HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 039545 11654A

AUTHORIZATION :

COST LIMIT : \$ FPD

ORDER DATE : August 1, 1996

ORDER TIME : 9:56 AM

ORDER NO. : 039545

CUSTOMER NO: 11654A

CUSTOMER: Judy Baxter, Legal Asst  
HOLTZMAN KRINZMAN EQUELS &  
FURIA  
2601 South Bayshore Drive  
Suite 600  
Miami, FL 33133

100001916141  
-08/08/96--01023--020  
\*\*\*337.50 \*\*\*337.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG -1 PM 1:12

DOMESTIC FILING

NAME: LE CLUB, L.C.

285.00 FF  
52.50 CC  
337.50

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG -1 PM 1:30

8/1/96

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

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**ARTICLE I - Name:**

The name of the Limited Liability Company is:

I.E CLUB, L.C.

**ARTICLE II - Address:**

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

4020 Galt Ocean Drive  
Suite 1401  
Fort Lauderdale, FL 33308

**ARTICLE III - Duration:**

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

Thirty (30) years from the filing date of these Articles of Organization.

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Alan Arruda  
4020 Galt Ocean Drive, Suite 1401  
Fort Lauderdale, FL 33308

**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 as determined by the unanimous vote of the members.

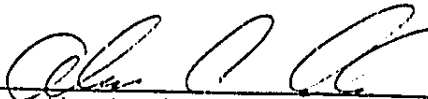
**ARTICLE VI - Members Rights to Continue Business:**

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 as determined by the unanimous vote of the members.

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Le Club, 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 \$25,000.00;
- (3) the agreed value of property other than cash contributed by member(s) is \$ -0- in equity securities; and
- (4) the total amount of cash or property anticipated to be contributed by member(s) is \$  
\$25,000.00. This total includes amounts from 2 and 3 above.

  
\_\_\_\_\_  
Alan Arruda, Managing Member

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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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: Le Club, L.C.
2. The name and address of the registered agent and office is:

HKE&F Registered Agent Corp.  
2601 South Bayshore Drive  
Suite 600  
Miami, Florida 33133

*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 appointments 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.*

Arthur J. Furi  
Arthur J. Furi, Vice President  
HKE&F Registered Agent Corp.

July 25, 1996  
Date