

L96000000958

CAPITAL CONNECTION, INC.

417 B. 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

RE: GMR Limited
Company

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 \$ _____

	C.C. FEE.	DISBURSED
Capital Express™		
✓ Art. of Inc. File <u>Organization</u>		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
✓ (+) Cert. Copy(s) <u>PROB</u>		
Art. of Amend. File		
Discontinuation/Withdrawal		
O 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 Prep.		
FAX () pgs.		

96 SEP 10 PM 3:45
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

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

96 AUG 30 AM 8:48
 DIVISION OF CORPORATION

RECEIVED

W96 -
120 days
Wait

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____
 DATE _____ TIME _____ CK No. _____
 BY PAK

WALK-IN Will Pick Up 8:30 1100 TAB 9/10

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

Paralegal Associates

332 W. Boynton Beach Blvd. Suite 4
Boynton Beach, FL 33435
(561) 731-0092 Fax (561) 731-4710

August 21, 1996

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

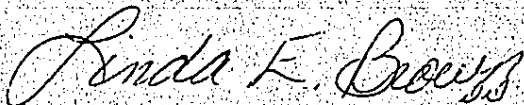
Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Organization for Florida Limited Liability Company of: **GMR Limited Company**.

Also find enclosed a check made payable to the Secretary of State in the amount of \$250.00 which includes the statutory filing fee. Also enclosed is a check in the amount of \$35.00 for the filing of a Registered Agent.

Your assistance in establishing the Limited Liability Company to be known as: **GMR Limited Company**, is appreciated.

Respectfully,



Linda E. Brown
332 W. Boynton Beach Blvd.
Boynton Beach, Florida 33435



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 30, 1996

CAP CONN

TALL, FL 32301

SUBJECT: GMR LIMITED COMPANY
Ref. Number: W96000018258

Attn: Freida

We have received your document for GMR LIMITED COMPANY and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved entity. The name of a voluntarily dissolved Florida entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, executed pursuant to section 607.0120 or 608.408, Florida Statutes, permitting the immediate assumption or use of the name by another entity.

If the document is resubmitted, please return a copy of this letter to ensure your document is properly handled.

If you have any further questions regarding the availability of a particular name, please call (904) 488-9000.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 696A00041005

RECEIVED
SEP 10 AM 11:49
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

FILED
96 SEP 10 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is: GMR Limited L.C.

ARTICLE II - Address:

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

Linda Brown / *PARALEGAL ASSOCIATES*
332 W. Boynton Beach Blvd. #4
Boynton Beach, FL 33435

ARTICLE III - Duration:

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

PERPETUAL

ARTICLE IV - Management:

(check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Debra Fidler
2400 Clarendon Blvd.
Arlington, VA 22202

George Marquez
400 E. 56th St. Apt 260
New York, NY 10022

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/ are:

George Marquez
400 E. 56th St. Apt. 260
New York, NY 10022

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 upon unanimous consent of all existing members of the organization with each new member contributing an amount similarly agreed upon unanimously by 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: Upon the unanimous vote of all members .

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of GMR LIMITED 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 \$ 1,000.00 .
- 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 member(s) is
\$ 1,000.00 . This total includes amounts from 2 and 3 above.


Signature of a member or authorized representative of a member.

(In accordance with section 608.403(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILING FEE: \$ 250 for Articles of Organization and Affidavit

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

FILED
96 SEP 10 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: GMR LIMITED L.C.

2. The name and address of the registered agent and office is:

LINDA E. BROWN

(Name)

Paralegal Associates

332 W. Boynton Beach Blvd. #4

(P.O. Box not acceptable)

Boynton Beach, FL 33435

(City/State/Zip)

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.

Linda E. Brown
(Signature)

8/16/96
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent