

L96000000993

Hector Diaz
R&D Technologies, LC
18139 SW 3rd Street
Pembroke Pines, FL 33029

September 19, 1996

Neisa Culligan
Division of Corporations
State of Florida
409 East Gaines Street
Tallahassee, FL 32399

FILED
SEP 20 PM 1:47
TALLAHASSEE, FLORIDA

Dear Neisa,

Enclosed please find the appropriate forms, in duplicate, and a check for \$346.25 for the formation of R&D Technologies, LC. Thanks so much for your help over the phone. This is my first company and I'm totally in the dark as to how the process works.

I'll call you next week to touch base, or you can reach me at:
Office: (954) 437-9095
Fax: (954) 433-3757

Once again, thank you very much.

Sincerely,


Hector Diaz

000001956150
-09/25/96--01044--002
***346.25 ***346.25

SEP 20 1996

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

R & D TECHNOLOGIES, L.C.

ARTICLE II - Address:

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

18139 S.W. 3rd STREET
PEMBROKE PINES, FL 33029

ARTICLE III - Duration:

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

30 YEARS

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:

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:

ELENA N. DIAZ
HECTOR J. DIAZ
18139 S.W. 3rd STREET
PEMBROKE PINES, FL 33029

WILKY J. GONZALEZ
SADIYE DERYA GONZALEZ
19080 N.W. 96th COURT
MIAMI, FL 33015

PHIL E. ROSS
SUSAN G. ROSS
290 S.W. 9th STREET
DANIA, FL 33004

FILED
SEP 20 PM 1:47

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:

The remaining members may admit additional members upon the unanimous vote of the remaining members consenting to the admission of the additional member.

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 have the right 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 upon the unanimous vote of the remaining members.

NOTE: If no provisions are to be made in Article V and VI remove this page before submitting for filing with the Department of State.

**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:

R & D TECHNOLOGIES, L.C.

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

HECTOR J. DIAZ

(Name)

18139 S.W. 3rd STREET

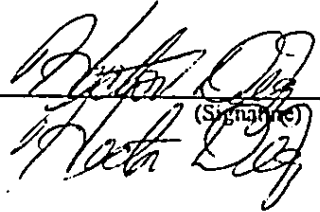
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

PEMBROKE PINES, FL 33029

(City/State/Zip)

FILED
56 SEP 20 PM 1:47
STATE OF FLORIDA

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.


(Signature)

8/22/96
(Date)
9/16/96

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

R & D TECNOLOGIES, I.C. _____ deposits 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 \$ 0 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 10,000.00 .
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 25,000.00 .
- 5) the total amount of 2, 3, and 4 is \$ 35,000.00 .



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)

FILED
96 SEP 20 PM 1:47
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA