

19600001236

CAPITAL CONNECTION, INC.

417 E. 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

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 \$ _____

RE: Polanco Family L.C. DISBURSED

Capital Express™
 Art. of Inc. File organization
 Corp. Record Search
 Ltd. Partnership File
 Foreign Corp. File
 ~~Copy~~ Copy(s)
 Art. of Amend. File
 Dissolution/Withdrawal
 C U B.
 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.

20000201585
 -11/27/96-01050-814
 ****285.00 ****285.00

96 NOV 25 PM 2:18
 SECRETARY OF STATE
 TALLAHASSEE, FL 32304

FILED

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

96 NOV 25 AM 10:17
 OFFICE OF CORPORATION

REC'D

TAB 11/25

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>AMR</u>	_____	_____	_____

WALK-IN Will Pick Up 1125-1202

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

ARTICLES OF ORGANIZATION
OF
A LIMITED LIABILITY COMPANY

KNOWN AS

GERARDO AND MERCEDES POLANCO FAMILY, L.C.

FILED
96 NOV 25 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Company is GERARDO AND MERCEDES POLANCO FAMILY, L.C., a Florida limited liability company.

ARTICLE II - DURATION

This Company shall have a duration of thirty (30) years from the date of filing of these Articles of Organization with the Florida Department of State. However, the duration can be extended by agreement among the members.

ARTICLE III - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - PLACE OF BUSINESS

The street address of the place of business of this Company is 625 Puerta Avenue, Coral Gables, Florida 33143.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this company is 625 Puerta Avenue, Coral Gables, Florida 33143, and the name of the initial registered agent of this corporation at that address is GERARDO POLANCO.

ARTICLE VI - CONTRIBUTIONS

The total amount of cash and other property being contributed by the members of this Company are as follows:

<u>NAME OF MEMBER</u>	<u>CONTRIBUTION</u>
Gerardo A. Polanco 625 Puerta Avenue Coral Gables, Florida 33143	See Exhibit "A" attached hereto.
Mercedes Polanco 625 Puerta Avenue Coral Gables, Florida 33143	See Exhibit "A" attached hereto.
Carla Patricia Polanco 625 Puerta Avenue Coral Gables, Florida 33143	See Exhibit "A" attached hereto.
Ricardo Jose Polanco 625 Puerta Avenue Coral Gables, Florida 33143	See Exhibit "A" attached hereto.

No other additional contributions have been agreed to be made or required at this time.

ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to this Company upon the approval by the Manager hereinafter set forth.

ARTICLE VIII - CONTINUATION OF COMPANY

This Company shall continue to remain in existence and shall be operated by the Manager or if the Manager is no longer available, by the remaining members notwithstanding the death, retiring, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of this Company.

ARTICLE IX - MANAGEMENT

This Company shall be managed by GERARDO A. POLANCO who is hereby irrevocably appointed as Manager of the Company and shall have all

right and authority to act for and on behalf of the Company and all of its Members. The Manager shall continue to operate as the Manager for the Company until the first annual meeting of the Members and until the Manager's successor is duly elected and qualifies.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization on this 8th day of August, 1996.

Gerardo Polanco
GERARDO A. POLANCO

Mercedes R. Polanco
MERCEDES POLANCO

CARLA PATRICIA POLANCO
By: Gerardo Polanco
GERARDO A. POLANCO, as
Guardian and father

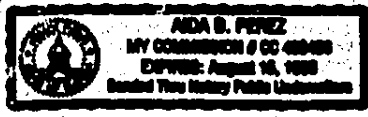
RICARDO JOSE POLANCO
By: Gerardo Polanco
GERARDO A. POLANCO, as
Guardian and father

STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 8th day of August, 1996 by GERARDO A. POLANCO and MERCEDES POLANCO, who are personally known to me or produced certificates + D. limit as identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 8th day of August, 1996.

Lisla B. Perez
NOTARY PUBLIC, State of Florida
at Large



My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED
96 NOV 25 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

In compliance with Sections 48.091 and 608.415, Florida Statute,
the following is submitted:

THAT GERARDO AND MERCEDES POLANCO FAMILY, L.C., a Florida limited liability company, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 625 Puerta Avenue, Coral Gables, Florida 33143, has named GERARDO POLANCO, at 625 Puerta Avenue, Coral Gables, Florida 33143, as its agent to accept service of process within Florida.

Dated: 8-7-96


GERARDO A. POLANCO, Manager

Having been named to accept service of process for the above named company, at the place designated in this Certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



GERARDO A. POLANCO, Manager
Registered Agent

EXHIBIT A - CONTRIBUTIONS

The following are the contributions by each of the members of the GERARDO AND MERCEDES POLANCO FAMILY, L.C.:

1. Cash or real property in the amount of \$20,000.00 contributed as follows:

Gerardo A. Polanco	\$ 6,800.00
Mercedes Polanco	\$ 6,000.00
Carla Patricia Polanco	\$ 3,600.00
Ricardo Jose Polanco	\$ 3,600.00

The ownership interest in the GERARDO AND MERCEDES POLANCO FAMILY, L.C. is as follows:

Gerardo A. Polanco	34%
Mercedes Polanco	30%
Carla Patricia Polanco	18%
Ricardo Jose Polanco	18%

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of GERARDO AND MERCEDES POLANCO FAMILY, 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 \$ 20,000.00.
- 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 \$ 20,000.00. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 605.498(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

GERARDO A. POLANCO