

**CORPORATE
ACCESS
INC.**

16-D Tennessee Road, Mount Vernon Square, Tallahassee, Florida 32303
P.O. Box 7000 (331) 222-7066 ~ (904) 222-1666 ~ (800) 968-1666 Fax 222-1666

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SPECIAL INSTRUCTIONS

ARTICLES OF ORGANIZATION

OF

LEMM INDUSTRIES LC

These Articles of Organization are being executed as of the 5th day of December, 1997, for the purpose of forming a Limited Liability Company, pursuant to the Florida Limited Liability Company Act.

The undersigned, being duly authorized to execute and file these Articles, hereby certifies as follows:

ARTICLE I - Name:

The name of the Limited Liability Company is:

LEMM INDUSTRIES LC

ARTICLE II - Address:

The street address of the initial registered office of the Limited Liability Company in the State of Florida is 922 East 124th Avenue, Suite C, Tampa, Florida 33612, and the name of the initial registered agent at that address is Luis Lopez.

The street address of the principal office of the Limited Liability Company is the same as above.

ARTICLE III - Duration:

The latest date on which the Limited Liability Company is to dissolve is December 31, 2048.

ARTICLE IV - Management:

This Limited Liability Company will not have managers, however, the management of the Limited Liability Company is reserved to the Members. The names and addresses of the initial Members are as follows:

<u>Name</u>	<u>Address</u>
Philip Simon	114 East 32nd Street, New York, New York 10016
Luis Lopez	922 East 124th Avenue, Suite C, Tampa, Florida 33612

ARTICLE V - Admission of Additional Members:

It is the right of the remaining members to admit additional members.

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ARTICLE VI - Members Rights to Continue Business:

It is the right 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.

IN WITNESS WHEREOF, I, Stephen D.M. Robinson, attorney-in-fact for Philip Simon and Luis Lopez, Initial Members, for the purpose of forming a Limited Liability Company, pursuant to the Florida Limited Liability Company Act, do make these Articles of Organization, hereby declaring and certifying that this Instrument is my act and deed and that the fact herein are true, and accordingly have hereunto set my hand the day and year first above written.



STEPHEN D.M. ROBINSON
Attorney-in-Fact for
Philip Simon, Initial Member
Luis Lopez, Initial Member
Suite 300A
Two Greenville Crossing
4001 Kennett Pike
Wilmington, Delaware 19807

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of LEMM INDUSTRIES LC 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 \$10,000 minimum.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$0.00.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$10,000 minimum. This total includes amounts from 2 and 3 above.



STEPHEN D.M. ROBINSON
Attorney-in-Fact for:
Philip Simon, Initial Member
Luis Lopez, Initial 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.)

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **LEMM INDUSTRIES INC**
2. The name and street address of the registered agent and office is:

Mr. Luis Lopez
922 East 124th Avenue
Suite C
Tampa, Florida 33612

Having been named as registered agent and to accept service of process for the above stated corporation 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.


LUIS LOPEZ

11-18-97
(Date)

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