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TRIPP, SCOTT, CONKLIN

No. 387

P. 1/6

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075350000065

ACCT#:

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(954) 761-8475

FAX #:

NAME: TENPLUS!, L.C.

AUDIT NUMBER.....H98000009381

DOC TYPE.....LIMITED LIABILITY COMPANY

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PAGES..... 5

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**ARTICLES OF ORGANIZATION  
OF  
TENPLUS!, L.C.**

The undersigned does hereby subscribe to and file these Articles of Organization for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act.

**ARTICLE I  
NAME**

The name of this limited liability company is **TENPLUS!, L.C.**

**ARTICLE II  
PURPOSE**

This limited liability company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act and this limited liability company shall have all the powers of a limited liability company under Chapter 608, Florida Statutes.

**ARTICLE III  
DURATION**

This limited liability company shall continue in full force and effect until December 31, 2035, or until dissolved in a manner provided by law or as provided in the regulations of this limited liability company.

**ARTICLE IV  
PRINCIPAL OFFICE/MAILING ADDRESS**

The principal office and mailing address of this limited liability company is:

CT Corporation System  
1200 S. Pine Island Road  
Plantation, FL 33324

Prepared By: Gregory A. McLaughlin, Esq.  
Bar No. 0518794  
Tripp, Scott, Conklin & Smith  
P. O. Box 14245  
Ft. Lauderdale, FL 33302  
(305) 525-7500

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**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this limited liability company in the State of Florida is:

Gregory A. McLaughlin  
110 S.E. 6th Street, 15th Floor  
Fort Lauderdale, FL 33301

**ARTICLE VI  
ADMISSION OF ADDITIONAL MEMBERS**

6.1 Members shall have the right to admit new members by unanimous consent. Capital contributions required of new members shall be determined as of the time of admission to this limited liability company. A member's interest in this limited liability company may not be sold or otherwise transferred except with the unanimous written consent of the non-transferring members.

6.2 Upon death, the retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in this limited liability company, the remaining members shall have the right to continue the business of this limited liability company upon the unanimous consent of such remaining members.

**ARTICLE VII  
RIGHT OF MEMBERS TO CONTINUE BUSINESS**

The members of this limited liability company may continue the business of this limited liability company following the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this limited liability company if, within ninety (90) days after the occurrence of such event, the business of this limited liability company is continued by the agreement of all the remaining members.

**ARTICLE VIII  
MANAGEMENT**

8.1 This limited liability company has a board of managers and the business and affairs of this limited liability company shall be managed by or under the direction of its board of managers. No member of the limited liability company, in such capacity, shall have any right or authority to act for or to bind this limited liability company.

8.2 The board of managers of this limited liability company shall consist of one (1) manager initially. The number of members of the board of managers may be either increased or diminished from time to time as provided in the regulations of this limited liability company but

H98000009381

May. 19. 1998 11:55AM TRIPP, SCOTT, CONKLIN

No. 3877 P. 4/6

H98000009381

shall never be less than one (1). Each manager shall serve until the first annual meeting of the members of this limited liability company or until their successors are elected and qualify. The name and address of the initial Manager of this limited liability company is:

Jean Claude Detender  
c/o Tenplus  
B.P. 119  
06902 Sophia Antipolis  
France

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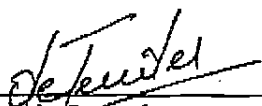
#### ARTICLE IX AMENDMENT OF ARTICLES OF ORGANIZATION

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

#### ARTICLE X INDEMNIFICATION

This limited liability company shall indemnify any member, manager or officer of this limited liability company, or any former member, manager or officer of this limited liability company, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, being a member of this limited liability company, has executed these Articles of Organization this 15th day of May, 1998.

  
\_\_\_\_\_  
Jean Claude Detender,  
Manager and authorized  
representative of the members of  
this limited liability company

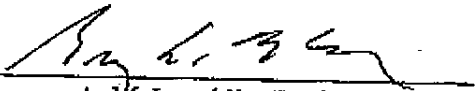
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May. 19. 1998 11:55AM TRIPP, SCOTT, CONKLIN

No. 3877 P. 5/6

H98000009381

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Organization, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Limited Liability Company Act.

  
\_\_\_\_\_  
Gregory A. McLaughlin, Registered Agent

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**AFFIDAVIT REGARDING MEMBERS AND CAPITAL CONTRIBUTIONS  
OF  
TENPLUS!, L.C.**

COUNTRY OF FRANCE )  
 ) SS  
 )

BEFORE ME, the undersigned authority, personally appeared \_\_\_\_\_  
who, in his capacity as a member of TENPLUS!, L.C., a Florida limited liability company (the  
"Company"), being duly sworn, deposes and says:

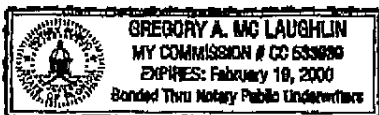
1. The Company has at least two (2) members.
2. The members of the Company have agreed to make capital contributions to the  
Company in the aggregate amount of \$ 1,000.00. No other capital contributions to the Company are  
anticipated to be made at this time.

FURTHER AFFIANT SAYETH NAUGHT.

*J. C. Detender*  
Jean Claude Detender,  
Manager and authorized  
representative of the members of  
the Company

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SWORN TO AND SUBSCRIBED before me this 18th day of May, 1998.



*[Signature]*  
NOTARY PUBLIC

Jurisdiction: Florida

My Commission Expires:

Personally Known ☒ or Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_