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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4003

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: ALLIED FINANCIAL PLANNING, LLC

AUDIT NUMBER.....H98000015306

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

PAGES..... 3

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August 18, 1998

ACE INDUSTRIES, INC.
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SUBJECT: ALLIED FINANCIAL PLANNING, LLC
REF: W98000018836

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The document must contain the names and street addresses of the members or managers of the limited liability company.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

FAX Aud. #: H98000015306
Letter Number: 298A00042725

H98-15306

ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

NAME OF LIMITED LIABILITY COMPANY: ALLIED FINANCIAL PLANNING, LLC

THE DURATION OF THIS COMPANY IS: PERPETUAL

**THE MAILING ADDRESS OF THIS COMPANY IS: ONE SOUTHEAST THIRD AVENUE
15th FLOOR
MIAMI, FL 33131**

**THE PRINCIPAL OFFICE ADDRESS OF THIS COMPANY IS:
ONE SOUTHEAST THIRD AVENUE, 15th FLOOR, MIAMI, FL 33131**

THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY:

MEMBERS

MANAGERS

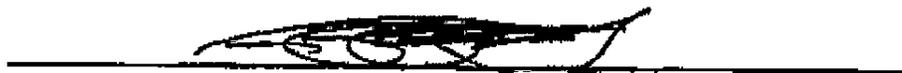
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THE NAMES AND ADDRESS OF THE MEMBERS OR MANAGERS ARE AS FOLLOWS:

RICHARD A. BERKOWITZ, ONE SOUTHEAST THIRD AVENUE, 15th FLOOR, MIAMI, FL 33131

BARRY M. BRANT, ONE SOUTHEAST THIRD AVENUE, 15th FLOOR, MIAMI, FL 33131

EFFECTIVE DATE UPON FILING WITH THE SECRETARY OF STATE.



**SIGNATURE OF:
(SIGNATURE IS OF MEMBER, MANAGER OR AUTHORIZED REPRESENTATIVE)**

**PREPARED BY ACE INDUSTRIES, 54 NW 11th STREET, MIAMI, FL 33136
(305)358-2571**

H98-15306

H98-15306

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:

ALLIED FINANCIAL PLANNING, LLC

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

RICHARD A. BERKOWITZ

Name

ONE SOUTHEAST THIRD AVENUE FIFTEENTH FLOOR

Address (R.O. Box NOT acceptable)

MIAMI, FLORIDA 33131

City / State / Zip

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98 AUG 18 PM 2:42

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

08/15/98

Date

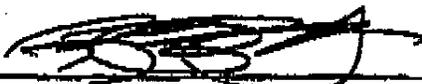
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H98-15306

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member
of ALLIED FINANCIAL PLANNING, LLC 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
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ _____. 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. This total includes amounts from 2 and 3 above.



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.)

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

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