

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Gentrigs USA, L.C.

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\*\*\*285.00

Art of Inc. File

LTD Partnership File

Foreign Corp. File

☒ L.C. File

photo

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

☒ Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 21 PM 3:01

RECEIVED  
DIVISION OF CORPORATIONS  
98 AUG 21 PM 12:38

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

8/21

10:32



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 21, 1998

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: GENTRIQS USA, L.C.  
Ref. Number: W98000019221

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We have received your document for GENTRIQS USA, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The AFFDIHAVIT must contain 3 money amounts. It must specify the amount of cash contributed by the members to date. It must specify the value of any property contributed by the members to date. If this value is ZERO, that must STILL BE STATED.

And finally, the affidavit must specify the TOTAL AMOUNT OF CASH AND PROPERTY CONTRIBUTED AND ANTICIPATED TO BE CONTRIBUTED BY THE MEMBERS.

You may wish to use our attached form as a guide.

Please note that we have RETAINED your \$285.00 payment

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 898A00043597

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98 AUG 24 PM 3:12  
DIVISION OF CORPORATIONS

*Corrected*

**ARTICLES OF ORGANIZATION  
FOR THE LIMITED LIABILITY COMPANY**

**OF**

**GENTRIQS USA, L.C.**

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DIVISION OF CORPORATIONS

The undersigned, acting as the organizer of the limited liability company to be formed under the Florida Limited Liability Company Act, codified in Chapter 608, Florida Statutes, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles").

**ARTICLE I**

**Name**

The name of this Company shall be: Gentriqs USA, L.C.

The effective date of this Limited Liability Company is August 21, 1998.

**ARTICLE II**

**Commencement Date and Duration**

This company shall commence the date of filing these Articles of Organization in accordance with the provisions of Section 608.409(1) of the Act, and shall continue for a period of thirty (30) years from the commencement date or until dissolved by its members or managers in accordance with Section 608.441 of the Act, or the provisions of these Articles. Subject to the foregoing, this Company shall be dissolved on the happening of any of the following events:

- (a) Expiration of the term specified above;
- (b) Withdrawal, retirement, death, bankruptcy, dissolution, or expulsion of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company, unless the business of this Company is continued by the unanimous written consent of all the remaining members;
- (c) When there are fewer than two members of this Company;
- (d) Unanimous written agreement of all of the members; and
- (e) When required by a court of competent jurisdiction.

**ARTICLE III**

**Purposes**

This Company is created and formed for the purpose of engaging in all lawful businesses authorized pursuant to Section 608.403 of the Act.

**ARTICLE IV**  
**Place of Business and Mailing Address**

The principal place of business of this Company is 8910 North Dale Mabry Avenue, Suite 8, Tampa, Florida 33614, and the mailing address is P.O. Box 151407, Tampa, Florida 33684, and such other place or places as may be designated by the members from time to time.

**ARTICLE V**  
**Registered Agent and Office**

The initial registered agent for this Company shall be Temple H. Drummond, Esquire. The address of the registered agent for service of process shall be c/o Kass Hodges, P.A., 1505 North Florida Avenue, Tampa, Florida 33602.

**ARTICLE VI**  
**Admission of Members**

The initial members of this Company are listed below. The admission of additional members shall be accomplished only by the unanimous vote of the members, unless otherwise stated in the Regulations.

ONUM, Inc.	(50%)
Daniel Gens	(50%)

**ARTICLE VII**  
**Continuation of Business**

The members may, by unanimous written agreement, continue the business of this Company upon the withdrawal, retirement, death, bankruptcy, dissolution, or expulsion of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company.

**ARTICLE VIII**  
**Management of Business**

The management of this Company shall be vested entirely in its manager. The name and address of its sole manager who shall serve until the first annual meeting of the members or until its successor is duly elected and qualified is as follows:

**Name**

ONUM, Inc.

**Address**

P.O. Box 151407  
Tampa, Florida 33684

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**ARTICLE IX**  
**Powers**

This Company shall have all of the powers and authorities set forth in Section 608.404 of the Act.

**ARTICLE X**  
**Property**

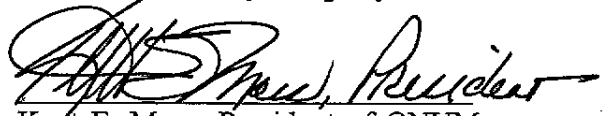
(a) **Ownership.** All property originally paid or bought into, contributed to, or transferred to this Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of this Company shall be the property of this Company.

(b) **Title.** The title to all property of this Company shall be held in the name of this Company.

(c) **Conveyances.** The manager is hereby authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents, and all other certificates, instruments, and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution shall be made by a majority of the managers if there is more than one. The signature and execution of such documents shall clearly set forth that the execution is on behalf of this Company and that the manager is signing on its behalf as manager. The following form of signature shall be used for obtaining or conveying title to any real or personal property.

**Gentriqs USA, L.C.**  
**a Florida limited liability company**

By:

  
Kent E. Moss, President of ONUM,  
Inc., Manager of Gentriqs USA, L.C.

No third party need inquire any further than these Articles for authorization as to the form or conveyance on documents for title to real or personal property.

**ARTICLE XI**  
**Amendments**

These Articles, except with respect to vested rights of the members, may be amended at any time either by (a) vote by a majority in interest of its members, or (b) vote of a majority of its manager. Such amendments shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

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**ARTICLE XII**  
**Regulations**

The manager is hereby authorized and directed to prepare and adopt Regulations for the governing of the internal affairs of this Company containing such provisions as they consider necessary, reasonable or desirable, except that no provisions as they consider necessary, reasonable or desirable, except that no provisions of such Regulations may conflict with the provisions of these Articles, unless otherwise permitted herein. The power to adopt, alter, amend, or repeal the Regulations shall be set forth in the Regulations, except that the initial form shall be approved by the manager.

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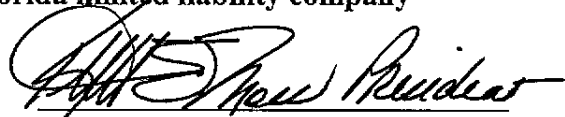
**ARTICLE XIII**  
**Contracting Debts**

No debt shall be contracted nor liability incurred by or on behalf of this Company except by its manager, and no member is authorized or empowered to contract debts or incur liabilities on behalf of this Company unless such member is also a manager.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles on August 20, 1998.

**Gentriqs USA, L.C.**  
**a Florida limited liability company**

By:


  
Kent E. Moss, President of ONUM,  
Inc., Manager of Gentriqs USA, L.C.

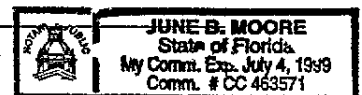
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

**BEFORE ME**, the undersigned authority, personally appeared Kent E. Moss, known to be the person described in and who executed the foregoing Articles of Organization as Manager of and on behalf of Gentriqs USA, L.C., and he acknowledged before me that he executed the same for the purposes therein expressed.

**WITNESS** my hand and official seal at Tampa, Florida, August 20, 1998.

  
NOTARY PUBLIC  
State of Florida at Large



**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above limited liability company at c/o Kass Hodges, P.A., 1505 North Florida Avenue, Tampa, Florida 33602, I hereby agree to act in this capacity, and 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.

  
Temple H. Drummond

Dated: August 20, 1998

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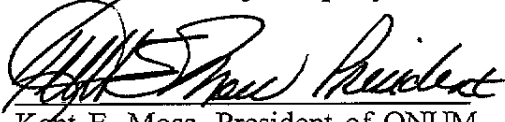
## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Gentriqs USA, L.C., deposes and says:

- (a) Gentriqs USA, L.C. has at least two members.
- (b) The total amount of cash contributed by the members is \$1,000.00.
- (c) Additional capital contributions, if any, shall be made by the members and at the times determined by written agreement among the members or in accordance with the Regulations adopted and approved by the members, and may be made in cash and/or in property.
- (d) All the facts stated herein above are true to the best of my knowledge.

Gentriqs USA, L.C.  
a Florida limited liability company

By:


  
Kent E. Moss, President of ONUM,  
Inc., Manager of Gentriqs USA, L.C.

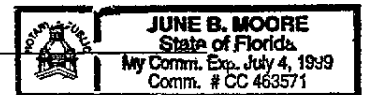
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

**BEFORE ME**, the undersigned authority, personally appeared Kent E. Moss, known to me to be the person described in and who executed the foregoing Articles of Organization as Manager of and on behalf of Gentriqs USA, L.C., and he acknowledged before me that he executed the same for the purposes therein expressed.

**WITNESS** my hand and official seal at Tampa, Florida, August 20, 1998.

  
NOTARY PUBLIC  
State of Florida at Large



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DIVISION OF CORPORATIONS  
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**ADDENDUM TO  
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

- (b)(1) The agreed value of property other than cash contributed by the members is \$0.
- (b)(2) The amount of cash or property anticipated to be contributed by the members is \$0.
- (b)(3) The total amount of (b), (b)(1) and (b)(2) is \$1,000.00.

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DIVISION OF CORPORATIONS  
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