

L98000002557

Jan E. Blanck
Kirkpatrick + Lockhart LLP
Requestor's Name

201 S. Biscayne Blvd. - 20th Fl
Address

Miami, FL 33131-2399
City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
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AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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	Reinstatement
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**ARTICLES OF ORGANIZATION
OF
DEHUN TECHNOLOGIES L.L.C.,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, acting as organizer and as a Member or authorized representative of a Member of **DeHun Technologies L.L.C.**, under Section 608.407 of the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

ARTICLE I.

NAME

The name of this limited liability company (the "Company") is **DeHun Technologies L.L.C.**

ARTICLE II.

ADDRESS

The mailing and street address of the principal office of the Company shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131.

ARTICLE III.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the Company's registered office shall be c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131, and the registered agent for the Company at that address shall be Robert C. White, Jr.

ARTICLE IV.

DURATION

Except as provided in the Company's Operating Agreement and Regulations (the "Operating Agreement"), the duration of the Company shall be perpetual.

ARTICLE V.
PURPOSE AND POWERS

This Company is organized with a general business purpose, has all powers provided by law and may use those powers to engage in any activities or business permitted under the laws of the United States, the State of Florida or otherwise.

ARTICLE VI.
ORGANIZOR

The name and street address of the organizer to these Articles of Organization are:

<u>Name</u>	<u>Address</u>
Ferenc Ledniczky	2255 Glades Road, Suite 324-A Boca Raton, Florida 33431

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ARTICLE VII.
MANAGEMENT BY MANAGERS

The Company shall be managed by managers (the "Managers") as further provided in the Operating Agreement. Except as specifically authorized by the Managers, no member of the Company (a "Member") is an agent of the Company or has the authority to make any contracts, enter into any transactions, or otherwise make any commitments on behalf of the Company. The name and address of such Manager who is to serve as Manager of the Company until the first annual meeting of the Members or until his successors are elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
Ferenc Ledniczky	2255 Glades Road, Suite 324-A Boca Raton, FL 33431

ARTICLE VIII.
ADMISSION OF NEW MEMBERS

The Company may admit new Members, and a Member may transfer his or her membership units (each, a "Unit"), on the terms and conditions provided in the Operating Agreement.

**ARTICLE IX.
DISSOLUTION**

Pursuant to Florida Statutes § 608.441(c), the Company's business shall continue as provided in the Operating Agreement notwithstanding the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member in the Company.

**ARTICLE X.
AMENDMENT OF ARTICLES OF ORGANIZATION
AND OPERATING AGREEMENT**

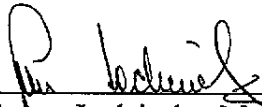
Except as otherwise provided in the Operating Agreement, the Articles of Organization and the Operating Agreement may only be amended by both (a) a vote of the Members who own at least a majority of the outstanding Units, and (b) unanimous written approval of the Managers.

**ARTICLE XI.
RELATIONSHIP OF ARTICLES OF ORGANIZATION
TO OPERATING AGREEMENT**

If any provision of these Articles of Organization differs or otherwise conflicts with any provision of the Operating Agreement, then, to the extent allowed by applicable law, the Operating Agreement shall govern.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 28 day of October 1998.

By:


Name: Ferenc Ledniczky, Member

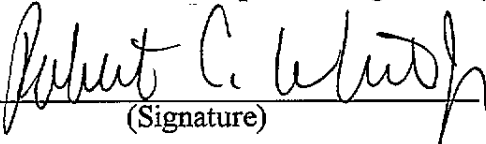
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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE
OF
DEHUN TECHNOLOGIES L.L.C.**

PURSUANT TO THE PROVISIONS OF SECTIONS 608.407 AND 608.415, 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: DeHun Technologies L.L.C.
2. The name and address of the registered agent and office are Robert C. White, Jr., c/o Kirkpatrick & Lockhart LLP, 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131.

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)

10/30/98
(Date)

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of DeHun Technologies L.L.C., deposes and says:

- 1) the above named limited liability company has at least one member.
- 2) the total amount of cash contributed by the members is: \$1,000.00
- 3) if any, the agreed value of property other than cash contributed by members is:
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by members is: 0
- 5) the total amount of 2, 3 and 4 is: \$1,000.00

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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.)