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Division of Corporations

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Florida Department of State

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To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : PEREZ, BEHAR & ASSOCIATES, INC.
Account Number : I19980000081
Phone : (305) 949-4838
Fax Number : (305) 949-6652

LIMITED LIABILITY COMPANY

Sanchez Law Firm, L.L.C.

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION OF FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the limited liability company is: **Sanchez Law Firm, L.L.C.**

ARTICLE II - Address

The mailing address of the principal office and the street address of the principal office of the limited liability company are one and the same, and that is:

10621 N. Kendall Drive, Suite 211, Miami, Florida 33176

ARTICLE III - Duration

The limited liability company is to survive until it is dissolved by a Super Majority vote of all the members by Special Meeting. Members may vote in person or by telephone.

ARTICLE IV - Management

A list of the names and addresses of the individuals who will be organizing members and joint managers of the limited liability company follows:

<u>Name</u>	<u>Address</u>
William J. Sanchez, Esq.	10621 N. Kendall Drive, Suite 211, Miami, Florida 33176

ARTICLE V - Admission of Additional Members

New members may only be admitted by a Super Majority of the members at a Special Meeting. Members may vote in person or by telephone.

ARTICLE VI - Members Rights to Continue Business

Upon the death, disability, disappearance, expulsion, bankruptcy, retirement, resignation of a member or dissolution of a member corporation, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the right of the remaining members of the limited liability company to continue business is reserved and retained absolutely.

ARTICLE VII - Expulsion of Members

Members of the limited liability company may be expelled by a Super Majority of the members at a Special Meeting. Members may vote in person or by telephone.

Prepared by
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ARTICLE VIII - Decision Making

When a question arises which requires that a decision be made on behalf of the limited liability company, a General Meeting of the members must be held and vote taken to determine the action the limited liability company will take. Members may vote in person or by telephone. The provisions of this Article are superceded by the provisions for Special Meetings as provided for elsewhere in these Articles.

ARTICLE IX - Definitions

For purposes of these Articles of Incorporation, the following definitions apply unless otherwise specified:

General Meeting - a meeting of the members. A quorum for a General Meeting is a majority of the members.

Special Meeting - a meeting of the members for a specified purpose as dictated by these Articles. A quorum for a special meeting is two-thirds (2/3) of the members.

Quorum - the minimum number of people required present in order to conduct business.

Majority - Fifty-one percent (51%) of the members present, rounded up to the next person (ie. 7 of 13).

Super Majority - Two-Thirds (2/3) of the members present, rounded up tot he next person (ie. 9 of 13)

Present - either in person or via telephone. A member shall be considered present in person if s/he is physically present and present via telephone if his/her identity can be confirmed on the telephone by at least two other members present in person.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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

Sanchez L

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1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is \$ 0.00

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00

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 \$ 0.00

5) the total amounts of 2, 3 and 4 is \$ 0.00


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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**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: **Sanchez Law Firm, L.L.C.**
2. The name and address of the registered agent and office is:

William J. Sanchez, Esq.
10621 N. Kendall Drive, Suite 211
Miami, Florida 33176

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Having been named as registered agent and to accept such 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.


William J. Sanchez, Esq.

11/11/98.
Date

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