

**CORPORATE
ACCESS,
INC.**

L98000003322

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP

12/21/98

CUS

☒ **CERTIFIED COPY**

PHOTO COPY

☒ **FILING**

LLC

1.) **Collespot, L.L.C.**
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

500002717135-9
-12/21/98-01021-007
*******337.50 *****337.50**

4.)
(CORPORATE NAME & DOCUMENT #)

00789-00524-00671

**Desc. of
Prop.**

W98-28471

5.)
(CORPORATE NAME & DOCUMENT #)

6.)
(CORPORATE NAME & DOCUMENT #)

7.)
(CORPORATE NAME & DOCUMENT #)

8.)
(CORPORATE NAME & DOCUMENT #)

9.)
(CORPORATE NAME & DOCUMENT #)

10.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

Name Availability	MAK
Document Examiner	MAK
Updater	MAK
Verifier	MAK
Acknowledgement	MAK
W. P. Verifier	MAK

Merry Christmas!

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 10:23**



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 21, 1998

CORPORATE ACCESS, INC.

SUBJECT: CELLSPOT, L.L.C.
Ref. Number: W98000028471

Corrected
12/22
CM

We have received your document for CELLSPOT, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide a description of the property contributed by the members, as stated on the affidavit.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 798A00059753

RECEIVED
98DEC 22 AM 10:02
DIVISION OF CORPORATIONS

**Articles of Organization
of
CELLSPOT, L.L.C.**

The undersigned member hereby forms a limited liability company under the laws of the State
of Florida:

ARTICLE I. COMPANY NAME

The name of this Company is:

CELLSPOT, L.L.C.

ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

The term of existence of the Company shall be for a period of fifty (50) years from the filing
date of these Articles of Organization.

ARTICLE III. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

3100 N.W. 72nd Avenue
Suite #102
Miami, FL 33122

ARTICLE IV. STREET ADDRESS OF COMPANY

The street address of the principal office of the Company is:

3100 N.W. 72nd Avenue
Suite #102
Miami, FL 33122

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 10:23

ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

KTG&S Registered Agent Corporation
100 S.E. 2nd Street
28th Floor
Miami, Florida 33131

ARTICLE VI. MEMBERS

The members shall be entitled to admit additional members upon the unanimous consent of all then current members. Any new member shall become a member upon payment of their contribution to the capital of the Company, and upon such member's agreement to comply with Articles of Organization, Regulations and Operating Agreement of the Company then in existence.

ARTICLE VII. DISSOLUTION OF COMPANY

Upon 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, the Company shall be dissolved unless all of the remaining members consent to continue the Company.

ARTICLE VIII. MANAGERS

The Company shall be managed by managers. The name and address of the initial managers are set forth below. The initial managers shall serve as the managers until the first annual meeting of members or until their successors are elected and qualified.

Luis Enrique Sosa
3100 N.W. 72nd Avenue
Suite #102
Miami, FL 33122

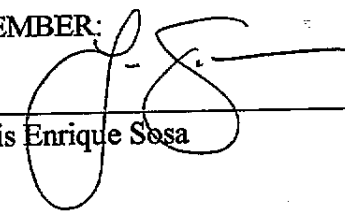
Jose Ramon Sosa Ariza
3100 N.W. 72nd Avenue
Suite #102
Miami, FL 33122

ARTICLE IX. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the 17 day of December, 1998.

MEMBER:



Luis Enrique Sosa

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Statutes:

Having been appointed registered agent of CELLSPOT, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

KTG&S REGISTERED AGENT
CORPORATION

By: 

Michael Kosnitzky, President

Dated: December 17, 1998

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Pursuant to F.S. 608.408(3), the undersigned member of CELLSPOT, L.L.C., a Florida limited liability company, herein referred to as the "Company", who, upon being duly sworn, certifies the following:

1. The 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 the members is \$0.00.
4. The total amount of cash or property anticipated to be contributed by the members is \$11,000.00. This total includes amounts from 2 and 3 above.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

Dated: December 17, 1998


Luis Enrique Sosa, Member