Berger Davis & Singerman

January 8, 1999

Division of Corporations Florida Department of State P. O. Box 6327 Tallahassee, FL 32314

Re: MAJOR GROUP INT'L, L.L.C.

Gentlemen:

Professional Association

Enclosed are the original and duplicate copy of the Articles of Organization and attached Affidavit of this proposed limited liability company. Please return a certified copy to the audersigned.

A check in the amount of \$337.50 is enclosed to cover the \$250.00 filing fee, the \$52.50 certified copy fee, and the \$35.00 registered agent fee.

If you have any questions, please do not hesitate to call.

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Very truly yours,

BERGER DAVIS & SINGERM

Judy Aurahamson

Corporate Paralegal

Acknow (Jeoment

Enclosures

cc: James L. Berger, Esq.

400002738174--4 -01/12/99--01061--016 ****337.50 *****337.50

ARTICLES OF ORGANIZATION OF MAJOR GROUP INT'L, L.L.C. A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

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NAME

The name of the Company is MAJOR GROUP INT'L, L.L.C.

ARTICLE II

<u>DURATION</u>

The existence of the Company shall commence as of the date these Articles of Organization are filed by the Department of State and shall continue perpetually from that date.

ARTICLE III

ADDRESS

The mailing address and the street address of the principal office of the Company is 1512 E. Broward Blvd., Suite 301, Fort Lauderdale, Florida 33301.

ARTICLE IV

INITIAL REGISTERED AGENT

The name of the initial Registered Agent of the Company is P. Minor Fulcher at 1512 E.

Broward Blvd., Suite 301, Fort Lauderdale, Florida 33301.

ARTICLE V

MANAGEMENT

The management of the Company shall be vested in its managers which shall consist of one (1) or more individuals duly elected by the Members in the manner set forth in the Regulations of the Company. The name and address of the initial managers who are to serve as managers until the first annual meeting of the Members or until their successors shall have been duly elected and qualified are as follows:

qualified are as follows:		99 JAN	SECRE
<u>Name</u>	 Address	112	OF CO
P. Minor Fulcher	1512 E. Broward Blvd., Suit Fort Lauderdale, Florida 333		OF SIAILONS
Angela Erck Fulcher	1512 E. Broward Blvd., Suit Fort Lauderdale, Florida 333		ੰਡ

ARTICLE VI

REGULATIONS

The regulation and management of the affairs of the Company shall be governed by the Regulations of the Company. The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members of the Company.

ARTICLE VII

AMENDMENTS

The power to amend these Articles of Organization is reserved in the Member(s) of the Company.

IN WITNESS WHERE	OF, the undersigned have executed these Articles of O	rganization
this 8^{+h} day of January, 1999.		
	P. MINOR FULCHER, Member	r
STATE OF FLORIDA)	-
COUNTY OF BROWARD) ss:)	
Sworn to and subscribed FULCHER.	before me this 8th day of January, 1999, by	P. MINOR
(Y Personally known	to me; or	
() Produced Identific	ation; Type of Identification produced	•
NOTARY PUBLIC:		SECRETARY DIVISION OF C 99 JAN 12
Sign: Judy Abrahas Print Name: Judy Abraha	1000 m	FILED ARY OF SE CORPO
Commission No.: (C 695 10	7	- 35. S.1. S.1.S.
	2001	10 TOPE

Judy C Abrahamson

May Amy Commission CC695107

Expires November 6, 2001

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of MAJOR GROUP INT'L, L.L.C., as made in the foregoing Articles of Organization, and agree to act in such 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 the initial Registered Agent of MAJOR GROUP INT'L, L.L.C.

Date: January 8th, 1999

P. MINOR FULCHER Initial Registered Agent

SECRETARY OF STATE

MAJOR GROUP INT'L, L.L.C. <u>A FLORIDA LIMITED LIABILITY COMPANY</u> <u>AFFIDAVIT</u>

)

COUN	TY OF	BROWARD)
		RE ME, this day personally appeared P. MINOR FULCHER who, being first duly s and says:
	1.	MAJOR GROUP INT'L, L.L.C. has at least one member.
membe	2. er(s) is (The total amount of cash contributed or anticipated to be contributed by the One Hundred Dollars (\$100.00).
contrib	3. uted by	The agreed value of property other than cash contributed or anticipated to be the member(s) is zero.
		R. MINOR FULCHER
		98 58
STATE	E OF FI	LORIDA) SS:
COUN	TY OF	BROWARD) PROBABLE STATE OF THE POPULATION OF TH
	Sworn	to and subscribed before me this 8th day of January, 1999, by P. MINOR FULCETER
	(Y)	Personally known to me; or
	()	Produced Identification; Type of Identification produced:
NOTA	RY PU	BLIC:
	lame: ission N	Judy C Abrahamson Vo.: CC 695107 Judy C Abrahamson Expires November 6, 2001
My Co	ımınıssı	on Expires: 11/6/2001

STATE OF FLORIDA