UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tailahassee, FL 32301
(850) 681-6528

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Ordered By:

Date:

ARTICLES OF ORGANIZATION OF CT FUND SERVICES, L.L.C.

ARTICLE I NAME

The name of the limited liability company shall be CT Fund Services, L.L.C. (the "Company"), and its principal place of business and mailing address shall be 7850 N.W. 146th Street, Suite 436, 330 Miami Lakes, Florida 33016, County of Miami-Dade, State of Florida. The Company shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

- 1. To engage in any activity or business authorized under the Florida Statutes.
- 2. In general, to carry on any and all incidental business to have and exercise all of the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
- 3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
- 4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- 5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein or otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

- 6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others, whether incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
- 7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of the Company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III PROFITS AND LOSSES

- (a) <u>Sharing of Profits</u>. The members shall be entitled to the net profits arising from the operation of the Company's business that remain after the payment of the expenses of conducting such business. Each member shall be entitled to a distributive share of the profits in accordance with the percentage of interest each member owns unless otherwise provided pursuant to regulations adopted by the members.
- (b) <u>Losses</u>. All losses that occur in the operation of the Company's business shall be paid out of the capital of the Company and the profits of the business.

ARTICLE IV LIMITED LIABILITY COMPANY MANAGEMENT

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the direction of one manager. The name and address of the manager who is to serve until the first annual meeting of members of until successors are elected and qualify is as follows:

Heman Bhojwani 14731 Dade Pine Avenue Miami Lakes, Florida 33014

ARTICLE V DURATION

The Company shall exist for a period of twenty five (25) years, unless sooner dissolved or extended further in a manner provided by law, or as provided in the regulations adopted by the members. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business only if

unanimously agreed by such remaining members.

ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The principal office of the Company shall be located at 7850 N.W. 146th Street, Suite 436, Miami Lakes, Florida 33016.

ARTICLE VII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered Agent/Office of the Company is Atrium Registered Agents, Inc. 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

ARTICLE VIII RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by the consent of all of the existing members. Contributions required of new members shall be determined as of the time of their admission to the Company.

The undersigned, being an original member of the Company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of CT Fund Services, L.L.C.

Executed on Felum 1 , 1999

CT FUND SERVICES, L.L.C.

By:

HEMAN BHOJWANI, Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized repr L.L.C., after being duly sworn, deposes and says:	resentative of a member of CT_Fund Services,
1. The above named limited liability con	mpany has at least one member.
2. The total amount of cash contributed (\$10,000).	d by the member is TenThousand Dollars
3. The agreed value of property, if any, member is <u>N/A</u> . A description of the property	other than cash contributed by the initial (if any) is attached and made a part hereof.
4. The total amount of cash or property is One Hundred Thousand Dollars (\$100,000). This	y anticipated to be contributed by the member s includes amounts from 2 and 3 above.
	CT Fund Services, L.L.C.
Ву:	99 FEB 25 PM 4: 09 HEMAN BHOJWANI, Member
STATE OF FLORIDA) SS COUNTY OF MIAMI-DADE The foregoing instrument was acknowledged in the produced in the	- UNA
OFFICIAL NOTARYSEAL NIDIA B GONZALEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC615088 MY COMMISSION EXP. JAN. 22,2001	Signature of Notary Public NIDIA BONZALE Printed Name of Notary Public NOTARY PUBLIC Title My Commission Expires: CC615088