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OFFICE USE ONLY (Document #)

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400002788764 -02/26/99--01077--012 ****346.25 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Certified Copy Pick Up Time Walk In Certificate of Status Mail Out Name Certificate of Good Standing Will Wait RUSH ARTICLES ONLY TO BE **Photocopy** ALL CHARTER DOCS ', riyer AMENDMENTS NEW FILINGS Anknowledgement Amendment Profit Resignation of R.A. Officer/Director y, P. Verityer NonProfit Certificate of FICTITIOUS NAME Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication FICTITIOUS NAME SEARCH Other Merger CORP SEARCH REGISTRATION/QUALIFICATION OTHER FILINGS Annual Report Foreign Limited Partnership Fictitious Name Name Reservation Reinstatement Trademark Other Ordered By:



Secretary of State

February 26, 1999

UCC FILING & SEARCH

SUBJECT: PGSC LLC

Ref. Number: W99000004866

We have received your document for PGSC LLC and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

On the affidavit you must state none are anticipated. On #4 of the affidavit you list are not expected this is not acceptable.,

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline Document Specialist

Letter Number: 599A00009044

ARTICLES OF ORGANIZATION OF PGSC, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes (1995) Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I NAME

The name of the Limited Liability Company is PGSC, LLC (the "Company").

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 763 N. W. 42nd Place, Pompano Beach, Florida 33064.

ARTICLE III DURATION

The existence of this limited liability company shall begin on the date of the filing of these Articles of Organization. The Company's existence shall be perpetual.

ARTICLE IV REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida is:

Name

Address

James Parker

763 N. W. 42nd Place

Pompano Beach, Florida 33064

ARTICLE V ADMISSION OF NEW MEMBERS

The addition of a new member to the Company shall require the written consent of fifty-one (51%) percent voting interest of the members of the Company and upon such terms and conditions as shall be determined by such vote. A member may transfer his, her, or its interest in the company as set forth in the regulations of the Company, but the transferee shall have no right to participate

in the management of the business and affairs of the Company or become a member unless approved by a fifty-one (51%) percent vote at a duly constituted meeting of members.

ARTICLE VI TERMINATION

Within ninety (90) days of the occurrence of any event which would terminate the continued membership of a member of the Company, including but not limited to death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, the Company shall terminate unless (a) a majority of the voting interest of the remaining members shall have voted to continue the business or (b) upon the death of the sole member, the successor to the interest of the member shall have voted to continue the business, and further provided that the company shall at all times have no less than one member.

ARTICLE VII MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

<u>Name</u>

Address

James Parker

763 N. W. 42nd Place Pompano Beach, Florida 33064

ARTICLE VIII AMENDMENTS

The Articles of Organization of this limited liability company may only be amended by the majority vote of the members. No member shall be obliged to contribute additional capital to the Company unless such obligation is approved and required by a majority vote of the members.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Pompano Beach, Broward County, Florida for the foregoing uses and purposes this 22 day of February, 1999.

James Parker, Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for PGSC, LLC 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.

James Parker, Registered Agent

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AFFIDAVIT

STATE OF FLORIDA

COUNTY OF BROWARD

James Parker, being duly sworn, deposes and says:

- 1. That he is the Managing Member of PGSC, LLC, a Florida limited liability company (the "Company");
- 2. That the Company has at least one member;
- 3. That the members of the Company have contributed \$1,000.00 to the capital of the Company; and
- 4. That the members of the Company are not anticipated to con-any additional capital to the Company, and that no non-cash property has been or will be contributed to the Company.

And further affiant sayeth naught.

James Parker, Managing Member

The foregoing instrument was acknowledged before me this 22 day of February, 1999, by James Parker who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

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