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MILLIKEN, P.C.  
4643 East Thomas Road  
Suite 9  
Phoenix, Arizona 85018

March 1, 1999

REGISTRATION SECTION  
DIVISION OF CORPORATIONS

P.O. BOX 6327  
TALLAHASSEE, FL 32314

Re: TOP GUN BROKERAGE L.L.C.

Ladies and Gentlemen:

We enclose original+copies(+Certificate) of the Articles of Organization of TOP GUN BROKERAGE L.L.C., along with the filing fee of \$ 285, made payable to Florida Department of State.

Thank you for your assistance.

Sincerely,

James T. Milliken

Enclosures

600002796076--8  
-03/05/99--01074--004  
\*\*\*\*346.25 \*\*\*\*346.25

600002796076--8  
-03/05/99--01074--004  
\*\*\*\*285.00 \*\*\*\*285.00

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ARTICLES OF ORGANIZATION

ARTICLE I

The name of the Limited Liability Company is TOP GUN BROKERAGE L.L.C.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is:

230 HISPANOLA ROAD  
TAVERNIER, FL 33070

ARTICLE III

The period of duration for the Limited Liability Company shall be January 1, 2067.

ARTICLE IV

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

X The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

TONY CATALFAMO, 230 HISPANOLA ROAD, TAVERNIER, FL, 33070; DONALD WAGNER, BOX 326, TAVERNIER, FL, 33070

ARTICLE V

The right, if given of the members to admit additional members and the terms and conditions of the admissions shall be with unanimous consent of the members, as provided in Section 608.4232, Florida Statutes, upon the terms and conditions provided for by such unanimous consent.

ARTICLE VI


The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be with unanimous consent of the members, as provided in Section 608.441, Florida Statutes, upon the terms and conditions provided for by such unanimous consent.

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ARTICLE VII- AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of TOP GUN BROKERAGE L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 8000;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ NONE; (A description of any such property is attached and made a part hereto,); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 2000.

  
\_\_\_\_\_  
Signature of a member or an  
authorized representative of a member

(in accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

TONY CATALFAMO  
\_\_\_\_\_  
Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

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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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: \_\_\_\_\_

TOP GUN BROKERAGE L.L.C.

2. The name and the Florida street address of the registered agent are:

TONY CATALFAMO  
NAME

230 HISPANOLA ROAD  
Florida street address (P. O. Box NOT ACCEPTABLE)

TAVERNIER FL 33070  
CITY, STATE AND ZIP

*Having been named as registered agent and to accept 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.*

Tony Catalfamo  
SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

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