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REFERENCE:

0164.6167

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-03/26/99--01059--009

*****285.00 *****285.00

DATE:

3/26/99

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

ML International, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 26 AM 11:19

STATE FEES PREPAID WITH CHECK #

1611/4594

FOR \$

293.75

200002819852--9

-03/26/99--01059--010

*****8.75 *****8.75

PLEASE FILE:

() ARTICLES OF INC.

() AMENDMENT

() DISSOLUTION

() ANNUAL REPORT

() MERGER

() WITHDRAWAL

() QUALIFICATION

() LIMITED PARTNERSHIP

() ANNUAL REPORT

() FICTITIOUS NAME

☒ LIMITED LIABILITY

() REINSTATEMENT

() TRADEMARK/SERVICE

() UCC-1

() UCC-3

PROVIDE US WITH:

() CERTIFIED COPY

☒ CERTIFICATE OF STATUS

☒ STAMPED COPY

99-1731

Name	326
Availability	
Document	
Examiner	
Updater	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

Examiner's Initials

99 MAR 26 AM 10:36

RECEIVED

**ARTICLES OF ORGANIZATION
OF
ML INTERNATIONAL, L.L.C.**

FILED
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DIVISION OF CORPORATIONS
99 MAR 06 AM 11:39

1. Name. The name of this limited liability company is ML INTERNATIONAL L.L.C. (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist from the date of filing of these Articles with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Principal Office. The mailing address of the Company is P.O. Box 5917, Sarasota, Florida 34277, and the street address of the Company's principal office is 7458 N. Tamiami Trail, Sarasota, Florida 34243.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Martin C. Corry. The street address of the initial registered agent of the Company is 7458 N. Tamiami Trail, Sarasota, Florida 34243.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. Termination of Membership. 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 the remaining members, by unanimous written agreement, consent to continue the business of the Company.

8. Management of the Company. The management of the Company shall be vested in the managers of the Company. The name and address of the initial manager are:

Martin C. Corry
P.O. Box 5917
Sarasota, Florida 34277

9. Regulations. The members shall have the power to adopt, alter, amend, or repeal the Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

10. Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and

the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

The undersigned executed these Articles of Organization effective as of the 5th day of MARCH, 1999.

MEMBER:

Martin Corry
Martin C. Corry, as a Tenant by the Entirety

Lee-Ann Corry, as a Tenant by the Entirety

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Martin Corry
Martin C. Corry

Dated: 3-5-, 1999

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Martin Corry
Martin C. Corry

Dated: 3-5- 1999

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AFFIDAVIT OF LIMITED LIABILITY COMPANY
PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)

We, Martin C. Corry and Lee-Ann Corry, as Tenants by the Entireties, as the initial member of ML INTERNATIONAL, L.L.C., a Florida limited liability company, hereinafter referred to as the "Company", who, upon being sworn, certify as follows:

1. The Company has at least one (1) member.
2. The members of the Company have contributed a total of \$ 100- of cash to the Company.
3. No property other than the cash identified in numbers 2 and 4 hereof will be contributed.
4. It is anticipated that \$ 9900- of additional cash will be contributed in the future by the members of the Company. This will result in a total of \$ 10,000- in cash contributed to the Company and no property.

Executed this 22 day of March, 1999.

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

MEMBER:

Martin Corry
Martin C. Corry, as a Tenant by the Entirety

Lee-Ann Corry
Lee-Ann Corry, as a Tenant by the Entirety

630940.01

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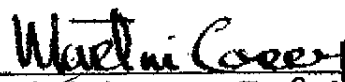
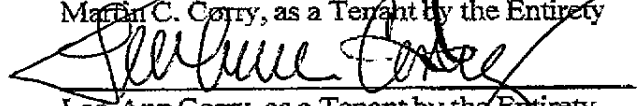
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Lee-Ann Corry, as a Tenant by the Entirety

630940.01