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To:

Division of Corporations

Fax Number : (850) 922-4003

From:

Account Name : FLORIDA INCORPORATORS, INC.

Account Number: 075350000473 Phone: (305)661-8503 Fax Number: (305)661-8621

LIMITED LIABILITY COMPANY

Citychem LLC

Certificate of Status	0
Certified Copy	概 4
Page Count	25 6
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FL INCORPORATORS INC

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 28, 1999

FLORIDA INCORPORATORS, INC. 1221 BRICKELL AVE., SUITE 900 MIAMI, FL 33025

SUBJECT: CITYCHEM LLC REF: W99000009929 SECRETARY OF STATE STATE CORPORATIONS

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell Corporate Specialist FAX Aud. #: H99000009983 Letter Number: 099A00022574

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ARTICLES OF ORGANIZATION FOR

Citychem LLC, "

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Citychem LLC

ARTICLE II - Address:

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

Citychem LLC 1221 Brickell Ave. Ste. 900 Miami, FL 33131

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

30 years

FLORIDA INCORPORATORS, INC. 1221 BRICKELL AVE, STE. 900 1 MIAMI, FL 33025 (305) 661-8503

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ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager who shall solely be empowered to act on behalf of the Limited Liability Company, and the name and address of the manager is:

Mr. Irvin Boncamper

Manager

22 Cayon Street, Basseterre

St. Kitts, West Indies

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right 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:

The remaining members have the right to continue the business on the death, retirement, resignation,

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liability company upon the majority vote of the remaining members.

ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be:

Florida Incorporators, Inc. 1221 Brickell Ave. Ste. 900 Miami, FL 33131

DATED: April 27, 1999

Mark Hankins

Authorized Representative

DIVISION OF CORPORATIONS

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ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

FLORIDA INCORPORATORS, INC.

By: Mark Hankins

President

RETARY OF STATE ROPE CORPORATIONS

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative 3 a member of Citychem LLC deposes and says:

- 1) The above named limited liability company has at least two members.
- 2) The total amount of cash contributed by the members is \$1,000.
- 3) If any, the agreed value of property other than cash contributed by member(s) is: NONE.
- 4) The total amount of cash or property anticipated to be contributed by member(s) is \$1,000. This total includes amounts from 2 and 3 above.

Mark Hankins, Authorized Representative Signature of a member or authorized representative of a member.

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