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Florida Department of State  
Division of Corporations  
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## To:

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Fax Number : (850) 922-4003

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
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## LIMITED LIABILITY COMPANY

universal assets, LLC.

Name	MJH
Availability	
Document Examiner	MJH
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 23, 1999

EMPIRE CORPORATE KIT COMPANY

SUBJECT: UNIVERSAL ASSETS  
REF: W99000014659

*EQUIPMENT, L.L.C.*

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**ARTICLES OF ORGANIZATION AND AFFIDAVIT OF MEMBERSHIP AND  
CONTRIBUTIONS FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

**UNIVERSAL ASSETS & EQUIPMENT, L.L.C.**

**ARTICLE II - Address:**

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

**10448 SW 23rd Street  
Miami, Florida 33172**

**ARTICLE III - Duration:**

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

**Perpetual**

**ARTICLE IV - Management:**

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

**Roger M. Tomasino  
10448 SW 23rd Street  
Miami, Florida 33172**

**ARTICLE V - Admission to Membership:**

New members may be admitted in accordance with the term and conditions of a majority of the term existing members.

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**ARTICLE VI**

The remaining members shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or any other event which terminates the continued membership of a member.

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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 IN DESIGNATING THE REGISTERED  
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is: UNIVERSAL ASSETS &  
EQUIPMENT, L.L.C.

2. The name and address of the registered agent and office is:

Roger M. Tomasino  
(Name)

10448 SW 23rd Street  
(P.O. Box NOT ACCEPTABLE)

Miami, Florida 33165  
(CITY/STATE/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.*

  
(SIGNATURE)

6/23/99  
(DATE)

**Filing Fee: \$ 35 for Designation of Registered Agent**

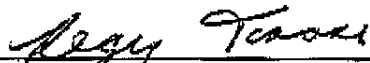
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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of UNIVERSAL ASSETS  
& EQUIPMENT, L.L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100,000.00.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 50,000.00.
- 5) the total amounts of 2, 3 and 4 is \$ 150,000.00.



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

(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.)

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