

L99000003791



ACCOUNT NO. : 072100000032

REFERENCE : 286955 118429A

AUTHORIZATION :

COST LIMIT : \$ ~~285.00~~ 293.75

Patricia Pizant

ORDER DATE : June 24, 1999

ORDER TIME : 4:01 PM

ORDER NO. : 286955-005

CUSTOMER NO: 118429A

CUSTOMER: Carlos Rodriguez, Esq  
STEVEN P. LEE, ESQ  
STEVEN P. LEE, ESQ  
1699 Coral Way, Suite 502

400002916474--2

Miami, FL 33145

DOMESTIC FILING

NAME: ASIAN PARTNERS INVESTMENTS,  
L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

6/28/99  
Name XX CERTIFIED COPY  
Availability XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

Document Examiner CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: \_\_\_\_\_

Updater DCC

Updater  
Verifier DCC

Acknowledgement DCC

W. P. Verifier DCC

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FILED  
99 JUN 28 AM 10:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

ASIAN PARTNERS INVESTMENTS, L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 11133 NW 2nd Court, Coral Springs, Florida, 33071.

ARTICLE III. DURATION

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Member:	Song Wen Liu	11133 NW 2nd Court Coral Springs, FL 33071
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Managing Member:	Anthony M.C. Chang	Same
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TALLAHASSEE, FLORIDA

Member: Theresa Chang

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TALLAHASSEE, FLORIDA

The undersigned authorized representative of a member  
ASIAN PARTNERS INVESTMENTS, L.L.C. hereby executes these articles  
of organization on this 25 Day of June 1999.

CORPORATION SERVICE COMPANY

Laura R. Dunlap  
By: Its Agent, Laura R. Dunlap  
as its agent as authorized  
representative of ASIAN PARTNERS  
INVESTMENTS, L.L.C.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation  
authorized to transact business in this State, having a  
business office identical with the registered office of the  
Limited Liability Company named above, and having been  
designated as the registered agent in the above and  
foregoing articles, is familiar with and accepts the obligations  
of the position of registered agent under Section 608.415 or  
608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

Dated: June 25, 1999

CHS/jjw

06/22/1999 12:51  
05/24/99 12:34

305-856-7877  
8505211010

STEVEN P. LEE PH  
CSC NETWORK/PH

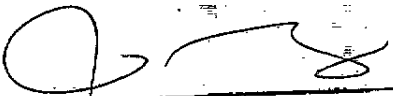
003/003


### LIMITED POWER OF ATTORNEY

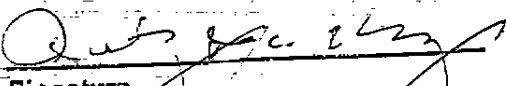
The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of Asian Partners Investments (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of this Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 23RD day of

JUNE, 1999

  
Witness  
THERESA CHANG  
Typed or Printed Name

  
Witness  
Steven P. Lee  
Typed or Printed Name

  
Signature  
ANTHONY M.C. CHANG  
Typed or Printed Name

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of \_\_\_\_\_

Asian Partners Investments, 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

\$ 300,000.00

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

\$ 0

5) the total amounts of 2, 3 and 4 is

\$ 300,000.00

Steven P. Lee  
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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TALLAHASSEE, FLORIDA