

L99000004026

Originally faxed

7-2-99 3:01 pm

Refaxed 7/6/99  
12:30 pm

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H99000016331 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850) 922-4003

## From:

Account Name : WHITE & CASE  
Account Number : 075410002143  
Phone : (305) 371-2700  
Fax Number : (305) 358-5744

RECEIVED  
99 JUL -6 PM 2:31  
STATE  
TALLAHASSEE, FLORIDA

## LIMITED LIABILITY COMPANY

## ELRAC NATIONS, LLC

Name Availability	<b>MJH</b>
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$293.75

FILED  
99 JUL -2 PM 2:57  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Return to mtw

**ARTICLES OF ORGANIZATION  
OF  
ELRAC NATIONS, LLC**

Pursuant to section 608.407, Florida Statutes, the undersigned hereby files these Articles of Organization as follows:

**ARTICLE I - NAME**

The name of the Limited Liability Company is ELRAC NATIONS, LLC.

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 501 Brickell Key Drive, Suite 501, Miami, Florida 33131.

**ARTICLE III - DURATION**

The period of duration for the Limited Liability Company is perpetual.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be managed by a manager or managers and the name and address of such manager is:

Andrew R. Weiss  
501 Brickell Drive, Suite 509  
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned member/authorized representative has hereunto set his hand and seal this 2<sup>nd</sup> day of July, 1999.

  
\_\_\_\_\_  
Name H. William Walker, Jr.  
Title: Authorized Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUL -2 PM 2:57

PREPARED BY: H. WILLIAM WALKER, JR.  
FL BAR NO. 139687  
WHITE & CASE LLP  
200 S. BISCAYNE BLVD., SUITE 4900  
MIAMI, FL 33131  
(305) 371-2700

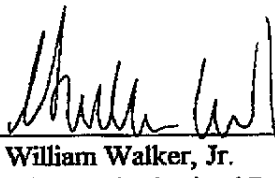
[Document]

FAX AUDIT NO. H990000163313

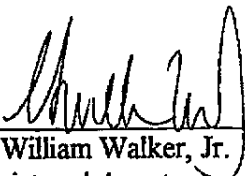
**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement in designating the registered office/registered agent:

ELRAC Nations, LLC, desiring to organize as a limited liability company under the laws of the State of Florida, has designated 501 Brickell Key Drive, Suite 501, Miami, Florida 33131, as its initial Registered Office and has named H. William Walker, Jr., located at said address as its initial Registered Agent.

By:   
H. William Walker, Jr.  
Member or Authorized Representative

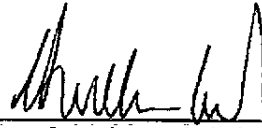
Having been named Registered Agent for the above stated limited liability company, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

By:   
H. William Walker, Jr.  
Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of ELRAC Nations, LLC, a Florida limited liability company (the "LLC"), deposes and says:

1. The LLC has at least two members.
2. The total amount of cash contributed by the members is \$200,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is \$0.00. A description of the property is attached hereto and made a part hereof.
4. The total amount of paragraphs 2, 3, and 4 above is \$200,000.00



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)