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LAW OFFICES OF
MELAND & RUSSIN, P.A.
2425 FIRST UNION FINANCIAL CENT
200 SOUTH BISCAYNE BLVD
MIAMI, FLORIDA 33131

MARK S. MELAND

TELEPHONE (305) 358-6363
TELEFAX (305) 358-1221

July 9, 1999

VIA OVERNIGHT DELIVERY

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Filing of Articles of Organization
Quality Direct Sales, L.C.

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-07/12/99-01140-009
****337.50 ****337.50

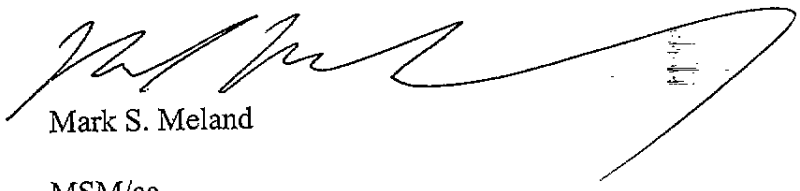
Ladies and Gentlemen:

I am enclosing for filing the original executed Articles of Organization for the above-referenced matter, along with a copy of the same. Please return the certified copy in the enclosed self addressed stamped envelope.

I further enclose our firm's check in the amount of \$337.50 representing the cost for filing the Articles.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,



Mark S. Meland

MSM/aa
Enclosure(s)

quality/sectary.ltl

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DIVISION OF CORPORATIONS
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Name	OK 7/26
Availability	
Document	
Examination	
Updater	
Update	
Verifier	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 16, 1999

MARK S. MELAND
MELAND & RUSSIN, P.A.
200 SOUTH BISCAYNE BLVD.
MIAMI, FL 33131

SUBJECT: QUALITY DIRECT SALES, L.C.
Ref. Number: W99000016403

We have received your document for QUALITY DIRECT SALES, L.C. and your check(s) totaling \$337.50. However, the document has not been filed and is being retained in this office for the following:

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 899A00036651

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LAW OFFICES OF
MELAND & RUSSIN, P.A.
2420 FIRST UNION FINANCIAL CENTER
200 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131

TELEPHONE (305) 358-6363
TELEFAX (305) 358-1221

July 23, 1999

VIA OVERNIGHT DELIVERY

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: **Filing of Articles of Organization**
Quality Direct Sales, L.C.

Ladies and Gentlemen:

I am enclosing for filing the original executed Articles of Organization for the above-referenced matter, along with a copy of the same. Please return the certified copy in the enclosed self addressed stamped envelope.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,



Alicia Alonso
Secretary to Mark S. Meland

MSM/aa
Enclosure(s)

quality/sectary.lt1

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ARTICLES OF ORGANIZATION
OF
QUALITY DIRECT SALES, L.C.

ARTICLE I - Name

The name of the corporation is QUALITY DIRECT SALES, L.C. (the "Company").

ARTICLE II - Duration

The period of duration for the Company shall be 50 years.

ARTICLE III - Address

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

2618 NE 191st Street
N. Miami Beach, FL 33180

ARTICLE IV - Initial Registered Office and Agent

The name of the initial registered agent of the Corporation and the street address of the registered office of this Corporation is:

Mark S. Meland, Esq.
Meland & Russin, P.A.
2420 First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

ARTICLE V - Management

The Company is to be managed by the members, and the name and address of the managing member is:

Greg A. Landauer
2618 NE 191st Street
N. Miami Beach, FL 33180

ARTICLE VI - Purpose

This Company is organized for the purposes of transacting any and all lawful business authorized to Limited Liability Companies organized in Florida.

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ARTICLE VII - Admission of Additional Members

The members of the Company shall have the right to admit additional members by the unanimous consent of, and subject to the terms and conditions of, all the remaining members.

ARTICLE VIII - Members Rights to Continue Business

The members of the Company shall not have the right 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 unless the business of the Company is continued by the consent of all of the remaining members.

ARTICLE IX - Distributions and Allocations

At formation of the Company, Greg A. Landauer contributed 100% of the capital contributions.

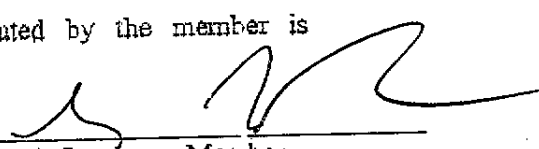
IN WITNESS WHEREOF, I have hereunto affixed my hand, as a member of this Limited Liability Company on this 8 day of July, 1999.


Greg A. Landauer

AFFIDAVIT OF MEMBERSHIP OF CONTRIBUTIONS

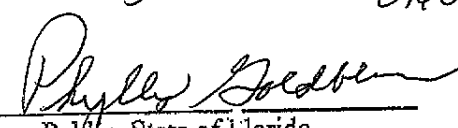
A member of QUALITY DIRECT SALES, L.C. deposes and says:

- 1) the above named Limited Liability Company has at least two members.
- 2) the total amount of cash contributed by the members is \$ 100.00.
- 3) the total amount of cash or property anticipated to be contributed by members is \$ 100.00. This total includes amount from Item 2 above.
- 4) The total value of property contributed by the member is \$ 0.


Greg A. Landauer, Member

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 8 day of July, 1999, by Greg A. Landauer, who is personally known to me or who has produced PA Lic 154628166 as identification and who did take an oath. 0940


Notary Public, State of Florida

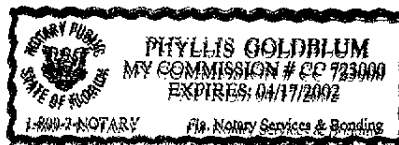
At Large

Print Name: Phyllis Goldblum

Commission No. April 17 2002

My commission expires:

April 17 2002



**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

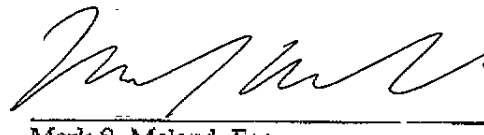
- 1) The name of the Limited Liability Company is: QUALITY DIRECT SALES, L.C.
- 2) The name and address of the registered agent and office is:

Mark S. Meland, Esq.
Meland & Russin, P.A.
2420 First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

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.

7/8/99

Date


Mark S. Meland, Esq.

quality/articles

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