

L99000004876



ACCOUNT NO. : 072100000032

REFERENCE : 33370 7104837

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 337.50

ORDER DATE : August 6, 1999

ORDER TIME : 1:25 PM

ORDER NO. : 333370-005

CUSTOMER NO: 7104837

300002958228--8

CUSTOMER: Mr. Mario A. Romine
TURNBERRY ASSOCIATES
TURNBERRY ASSOCIATES
Suite 400
19501 Biscayne Boulevard
Aventura, FL 33180

DOMESTIC FILING

NAME: MODOUS, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

AL

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -6 PM 2:45

RECEIVED
99 AUG -6 PM 3:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

FOR

MODOUS, LLC

I.

NAME

The name of the limited liability company (the
"Company") is

MODOUS, LLC

II.

DURATION

The period of duration of the Company is perpetual
unless terminated pursuant to its Regulations.

III.

STREET AND MAILING ADDRESS

The street and mailing address of the place of business
of the Company in the State of Florida is 19501 Biscayne
Boulevard, Suite 400, Aventura, Florida 33180.

IV.

REGISTERED AGENT

The name and address of the initial registered agent of
the Company in the State of Florida is Mario A. Romine, 19501
Biscayne Boulevard, Suite 400, Aventura, Florida 33180.

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V.

ADDITIONAL MEMBERS

The Members shall have no right to admit additional Members except upon the unanimous written consent of the Members.

VI.

CONTINUITY OF BUSINESS

The remaining Members of the Company may, upon resolution, 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 Company.

VII.

MANAGEMENT

Subject to the right of the Members to elect a Manager or Managers, as set forth in the Regulations of the Company, the day-to-day management of the Company is reserved to the Member, whose name and address is:

Marsha Soffer

-19501 Biscayne Boulevard
Suite 400
Aventura, FL 33180


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VIII.

SUBSCRIBERS

The name and address of the person executing these Articles of Organization as a Member is Marsha Soffer, 19501 Biscayne Boulevard, Suite 400, Aventura, Florida 33180.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 3 day of August, 1999.


MARSHA SOFFER

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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY, AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF ORGANIZATION, THE UNDERSIGNED HEREBY ACKNOWLEDGES THAT HE IS FAMILIAR WITH, AND ACCEPTS, THE OBLIGATIONS OF THAT POSITION, AND FURTHER AGREES TO ACT IN THIS CAPACITY, AND TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 5th DAY OF AUGUST, 1999.



MARIO A. ROMINE

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AFFIDAVIT OF LIMITED LIABILITY COMPANY

The undersigned, on behalf of the Members of MODOUS, LLC, a Florida limited liability company (the "Company"), certifies as follows:

1. The Company has at least one (1) Member.
2. The amount of cash contributed by the Members to date is:

\$500.00
3. The description and agreed value of property other than cash contributed by the Members is:

\$-0-
4. The total amount anticipated to be contributed by the Members is as set forth above.

This 3 day of August, 1999.

FURTHER AFFLIANT SAYETH NAUGHT.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

By: Marsha Soffer
Marsha Soffer,
Managing Member