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LAW OFFICES  
STAN L. RISKIN, P.A.

499 N.W. 70<sup>th</sup> AVENUE, SUITE 106  
P.O. Box 17914  
PLANTATION, FLORIDA 33317

Telephone: 954-587-4668  
Facsimile: 954-587-0205

STAN L. RISKIN, ESQUIRE.  
ATTORNEY AT LAW

SUSAN BORGE, CLA  
CERTIFIED LEGAL ASSISTANT

July 13, 1999

Secretary of State  
Division of Corporations  
Tallahassee FL 32306

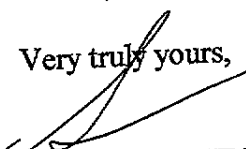
Re: Articles of Organization of Salisbury Capital LC

Dear Sirs:

Enclosed please find original and two copies of Articles of Organization of Salisbury Capital LC, Acceptance of Registered Agent, Affidavit, Check in the amount of \$285.00 and a self addressed stamped envelope for return of a certified copy.

Thank you for your assistance.

Very truly yours,

  
STAN L. RISKIN  
SLR/sb  
Encl.

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\*\*\*\*285.00 \*\*\*\*285.00

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W99-17067

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 23, 1999

STAN L. RISKIN, P.A.  
P.O. BOX 17914  
PLANTATION, FL 33317

SUBJECT: SALISBURY CAPITAL LC  
Ref. Number: W99000017067

We have received your document for SALISBURY CAPITAL LC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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) 487-6094.

Agnes Lunt  
Document Specialist

Letter Number: 499A00037859

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LAW OFFICES  
**STAN L. RISKIN, P.A.**

499 N.W. 70<sup>th</sup> AVENUE, SUITE 106  
P.O. Box 17914  
PLANTATION, FLORIDA 33317

Telephone: 954-587-4668  
Facsimile: 954-587-0205

STAN L. RISKIN, ESQUIRE.  
ATTORNEY AT LAW

SUSAN BORGE, CLA  
CERTIFIED LEGAL ASSISTANT

August 2, 1999

Agnes Lunt, Document Specialist  
Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Articles of Organization of Salisbury Capital LC

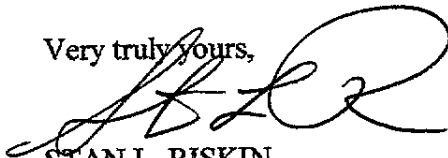
Dear Ms. Lunt:

Pursuant to your letter dated July 23, 1999, copy enclosed, please also find enclosed Affidavit of Stan L. Riskin, which Affidavit reflects the information you require.

Pursuant to telephone conversation this date, I am sending the original and two copies of the Affidavit to you by Federal Express with a Federal Express return pre-printed so that you can Federal Express the Articles back to me immediately upon receipt and recording thereof.

Thank you very much for your assistance.

Very truly yours,



STAN L. RISKIN

SLR/sb

Encl.

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LAW OFFICES  
**STAN L. RISKIN, P.A.**

499 N.W. 70<sup>th</sup> AVENUE, SUITE 106  
P.O. Box 17914  
PLANTATION, FLORIDA 33317

Telephone: 954-587-4668  
Facsimile: 954-587-0205

STAN L. RISKIN, ESQUIRE.  
ATTORNEY AT LAW

SUSAN BORGE, CLA  
CERTIFIED LEGAL ASSISTANT

August 5, 1999

Agnes Lunt, Document Specialist  
Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Articles of Organization of Salisbury Capital LC

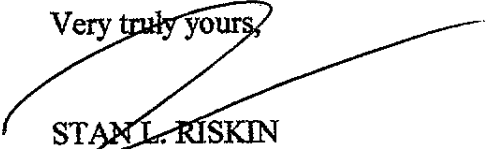
Dear Ms. Lunt:

Pursuant to telephone conversation this date, enclosed is original and two copies of Affidavit of Stan L. Riskin, more clearly stating the information you require.

Please forward certified copy of the Article in the pre-paid Federal Express package previously sent you which you are holding with the original Articles previously sent you

Thank you for your assistance.

Very truly yours,

  
STAN L. RISKIN  
SLR/sb  
Encl.

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**ARTICLES OF ORGANIZATION**  
**OF**  
**SALISBURY CAPITAL LC**

**ARTICLE I - COMPANY NAME:**

The name of the Company shall be SALISBURY CAPITAL LC

**ARTICLE II - PRINCIPAL OFFICE:**

The principal office of the business and mailing address of the Company shall be  
c/o Stan L. Riskin, P.A., 499 NW 70th Avenue, Suite 106, Plantation, Florida 33317.

**ARTICLE III - INITIAL REGISTERED AGENT AND**  
**INITIAL REGISTERED OFFICE:**

The Company's initial registered agent in the State of Florida shall be Stan L. Riskin, Esq.,  
c/o Stan L. Riskin, P.A., 499 NW 70th Avenue, Suite 106, Plantation, Florida 33317.

**ARTICLE IV - MEMBERSHIP:**

Additional members may be admitted on such terms and conditions as may be agreed to by  
existing members from time to time.

**ARTICLE V - CONTINUATION OF COMPANY:**

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

**ARTICLE VI - MANAGEMENT:**

The Company may be managed by a manager who may or may not be a member of the  
Company. The initial manager is Drew Seder, whose address is c/o Stan L. Riskin, P.A., 499 NW  
70th Avenue, Suite 106, Plantation, Florida 33317.

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**ARTICLE VII - COMMENCEMENT DATE:**

The Company's existence will commence on July 20, 1999 and shall continue in perpetuity.

The undersigned authorized representative of Drew Seder, a member of the Company, does make and file these Articles of Organization and hereby declares and certifies the facts set forth are true and correct.

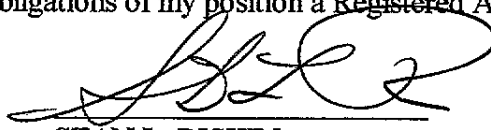
Dated and signed: 7/12/99

  
STAN L. RISKIN

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for SALISBURY CAPITAL LC, 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 a Registered Agent.



STAN L. RISKIN  
Registered Agent

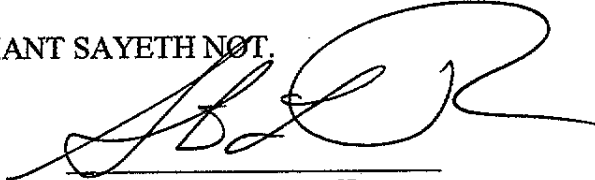
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**AFFIDAVIT OF STAN L. RISKIN**

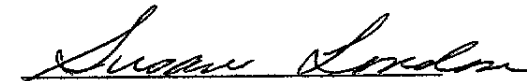
BEFORE ME, the undersigned authority, personally appeared, STAN L. RISKIN, who deposes and says as follows:

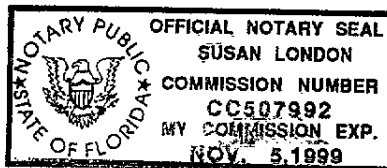
1. That SALISBURY CAPITAL LC has two (2) members, to wit: Andrew Seder and Eric Seder.
2. That they have each contributed Five Hundred (\$500.00) Dollars to the Company, for a total investment in the company of \$1,000.00 to date.
3. That there is no property other than the cash contributed.
4. That they will each contribute an additional Two Thousand (\$2,000.00) Dollars to the Company.
5. That this will bring the total cash invested in the Company to Five Thousand (\$5,000.00) Dollars.

FURTHER AFFIANT SAYETH NOT.

  
STAN L. RISKIN, Affiant

Sworn to and subscribed before me this 5 day of August 1999 by STAN L. RISKIN, who is personally known to me.

  
Notary Public



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