

L99000005523



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 345816 7191388

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ ~~70.00~~ 285.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP - 2 PM 3:23

ORDER DATE : August 18, 1999

ORDER TIME : 10:27 AM

ORDER NO. : 345816-005

CUSTOMER NO: 7191388

400002977104--1

CUSTOMER: Ms. Sherry L. O'brien
MS. SHERRY L. O'BRIEN
MS. SHERRY L. O'BRIEN
700 Creekwater Terrace #212

Lake Mary, FL 32746

DOMESTIC FILING

NAME: SPS MARKETING, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

Name	
Availability	MJH
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

SPS MARKETING, LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 700 Creekwater Terrace, #212, Lake Mary, Florida, 32746.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: 30 YEARS

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:

Philippe Sadoughi
Member

31 Rue Trebois
92300 Lavallois-Perret, France

Sherry O'Brien
Member

700 Creekwater Terrace, #212
Lake Mary, Florida 32746

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DIVISION OF CORPORATIONS
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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 SPS Marketing (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 26 day of August, 1999.

Deirdre Manley
Witness
Deirdre manley
Typed or Printed Name

Sherry O'Brien
Signature
Sherry O'Brien
Typed or Printed Name

Witness

Typed or Printed Name

The undersigned authorized representative of a member of
SPS MARKETING, LLC hereby executes these articles of
organization on this 26th Day of August 1999.

CORPORATION SERVICE COMPANY

Laura R. Dunlap

BY:

Its Agent, Laura R. Dunlap
as its agent as authorized
representative of SPS MARKETING,
LLC

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: September 2, 1999

TJW/jai

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SPS
Marketing LLC 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 \$ 10,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 5,000
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 \$ 20,000
- 5) the total amounts of 2, 3 and 4 is \$ 35,000



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.)

Description of property

Laptop computer

Software

Accounting books

Office supplies