

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

LIMITED LIABILITY COMPANY

STANLEY METAL GROUP, L.C.

Certificate of Status	0
Certified Copy	1
Page Count	07
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**ARTICLES OF ORGANIZATION
FOR
STANLEY METAL GROUP, L.C.
(A Florida Limited Liability Company)**

ARTICLE I - Name:

The name of the limited liability company is **STANLEY METAL GROUP, L.C.** (the "Limited Liability Company").

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be perpetual.

ARTICLE III - Purpose:

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act (Section 608.401, et. seq., Florida Statutes).

ARTICLE IV - Address:

The mailing and street address of the principal office of the Limited Liability Company shall be 6001 Broken Sound Parkway N.W., Suite 406, Boca Raton, Florida 33487.

ARTICLE V - Management:

The management of the Limited Liability Company is reserved to the members. The members of the Limited Liability Company are:

Mr. Stanley T. Miller
6001 Broken Sound Parkway, N.W.
Suite 406
Boca Raton, Florida 33487

Mr. Stewart Weiner
6001 Broken Sound Parkway, N.W.
Suite 406
Boca Raton, Florida 33487

Mr. David E. Friedman
6001 Broken Sound Parkway, N.W.
Suite 406
Boca Raton, Florida 33487

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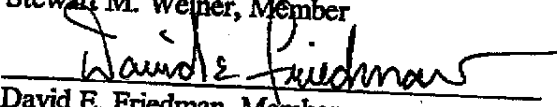
ARTICLE VI - Registered Agent:

The registered agent for service of process on the Limited Liability Company shall be Krongold and Todd, P.A., 201 Alhambra Circle, Suite 801, Coral Gables, Florida 33134.

ARTICLE VII - Debt and Contractual Liability

Any member may contract debt and/or incur contractual liability by or on behalf of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned hereby affirm under the penalties of perjury that the facts stated hereinabove are true and have executed this instrument as of this 17th day of September, 1999.


Stewart M. Weiner, Member
David E. Friedman, Member
Stanley T. Miller, Member**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named to accept service of process for the above stated Limited Liability Company, Krongold and Todd, P.A., states that it is familiar with and hereby agrees to act in this capacity, and agrees to comply with the obligations of said position.

Dated this 17th day of September, 1999.

KRONGOLD AND TODD, P.A.,
Registered Agent

By: 

SEYMOUR N. SINGER

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Stewart M. Weiner, Member

David E. Friedman, Member



Stanley T. Miller, Member

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Dated this ____ day of _____, 1999.

KRONGOLD AND TODD, P.A.,
Registered Agent

By: _____
SEYMOUR N. SINGER

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AFFIDAVIT OF CAPITAL CONTRIBUTION

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared **STANLEY T. MILLER, DAVID E. FRIEDMAN** and **STEWART M. WEINER**, being the sole members of **STANLEY METAL GROUP, L.C.**, who, upon being duly sworn under oath, stated as follows:

1. The Limited Liability Company has at least one member.
2. The amount of cash and agreed value of property contributed by the members is \$60,000.00.
3. The presently anticipated total cash and agreed value of property contributed by the members is \$60,000.00.

FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, the undersigned declares that he has read the foregoing and that the facts alleged are true, to the best of their knowledge and belief.

STANLEY T. MILLER

DAVID E. FRIEDMAN

STEWART M. WEINER

SWORN TO and subscribed before me this _____ day of _____, 1999 by **STANLEY T. MILLER**, who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC, State of Florida

Print Name: _____

My Commission Expires: _____

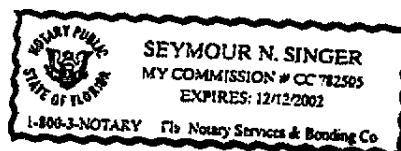
SWORN TO and subscribed before me this 17th day of October, 1999 by **DAVID E. FRIEDMAN**, who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC, State of Florida

Print Name: _____

My Commission Expires: _____

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EMPIRE CORPORATE KIT

P.06/07

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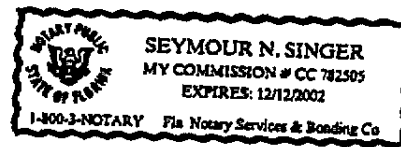
SWORN TO and subscribed before me this 17th day of September, 1999 by STEWART M. WEINER, who is personally known to me or who has produced _____ as identification and who did take an oath.


NOTARY PUBLIC, State of Florida

Print Name: _____

My Commission Expires: _____

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AFFIDAVIT OF CAPITAL CONTRIBUTION

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FURTHER AFFIANT SAYETH NAUGHT.

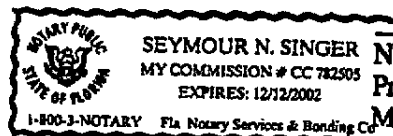
Under penalties of perjury, the undersigned declares that he has read the foregoing and that the facts alleged are true, to the best of their knowledge and belief.

Stanley T. Miller
STANLEY T. MILLER

David E. Friedman
DAVID E. FRIEDMAN

Stewart M. Weiner
STEWART M. WEINER

SWORN TO and subscribed before me this 17th day of September, 1999 by **STANLEY T. MILLER**, who is personally known to me or who has produced _____ as identification and who did take an oath.



Seymour N. Singer
NOTARY PUBLIC, State of Florida

Print Name: _____

My Commission Expires: _____

SWORN TO and subscribed before me this _____ day of _____, 1999 by **DAVID E. FRIEDMAN**, who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC, State of Florida

Print Name: _____

My Commission Expires: _____

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