

LA90000006457



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 400867 11576A

AUTHORIZATION :

*Patricia Pizzini*

COST LIMIT : \$ 155

ORDER DATE : October 6, 1999

ORDER TIME : 12:08 PM

700003007437--4

ORDER NO. : 400867-005

CUSTOMER NO: 11576A

CUSTOMER: Peter H. Leavy, Esq  
KING, LEAVY & LANCASTER  
KING, LEAVY & LANCASTER  
Suite 301  
5975 Sunset Drive  
South Miami, FL 33143

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT -6 AM 9:47

DOMESTIC FILING

NAME: THE STAHL GROUP, L.L.C.

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: Christine Lillich

EXAMINER'S INITIALS:

RECEIVED  
99 OCT -6 PM 12:52  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

MJH

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - NAME**

The name of the Limited Liability Company is THE STAHL GROUP,  
L.L.C.

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office  
of the Limited Liability Company is 600 N.E. 25 Avenue, Hallandale,  
Florida, 33009.

**ARTICLE III - DURATION**

The period of duration for the Limited Liability Company shall  
be perpetual.

**ARTICLE IV - MANAGEMENT**

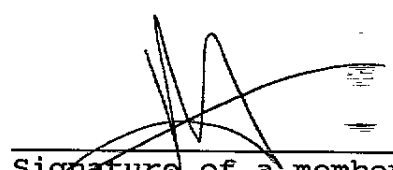
The Limited Liability Company is to be managed by a manager or  
managers and the name and address of such manager who is to serve  
as manager is David Stahl, 600 N.E. 25 Avenue, Hallandale, Florida,  
33009.

**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

No additional members shall be admitted to the company except with the unanimous written consent of all of the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company, other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VI- MEMBERS RIGHTS TO CONTINUE BUSINESS**

The company shall be dissolved 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 the remaining members.



\_\_\_\_\_  
Signature of a member or an  
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.)

David Stahl  
\_\_\_\_\_  
Typed or printed name of signee

**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 SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of Limited Liability Company is THE STAHL GROUP, L.L.C.

2. The name and the Florida street address of the Registered Agent are:

PETER H. LEAVY, ESQUIRE  
5975 Sunset Drive  
Suite 301  
South Miami, FL 33143

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.

  
\_\_\_\_\_  
PETER H. LEAVY