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MIAMI BEACH OFFICE

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Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850)922-4003

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

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**LIMITED LIABILITY COMPANY**

InterState LC

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 12, 1999

CORPORATE CREATIONS INTERNATIONAL INC.  
INTERSTATE LC

SUBJECT: INTERSTATE LC  
REF: H99000025518

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The document must contain the names and street addresses of the members or managers of the limited liability company.

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

FAX Aud. #: H99000025518  
Letter Number: 199A00049319

Ms. LUNT:

We tried reaching you at the referenced number but it is busy and we cannot get through. Please note the recent amendments to the FL LLC Act eliminated the requirement that the members or managers names or addresses be listed in the Articles. We have submitted and had these Articles filed already a couple of times. We would appreciate your filing the enclosed Articles as soon as possible. Thanks.

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H99000025518

## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:

InterState LC

### Article II. Address

The Company's mailing address is:

InterState LC

941 Fourth Street, #200M

Miami Beach FL 33139

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Enterprises Inc.

941 Fourth Street #200

Miami Beach FL 33139

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

American Incorporators Ltd.

1220 North Market Street, Suite 606

Wilmington DE 19801

800-421-2661

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FAX NO.

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Article V. Management

This will be a member-managed company. The name of each member is:

Worldfund, Inc.  
Star Group Finance and Holdings, Inc.

Article VI. Company Existence

The Company's existence shall begin effective as of October 8, 1999.

The undersigned authorized representative of a member executed these Articles of Organization on October 8, 1999.

  
\_\_\_\_\_  
SID GARNETT

American Incorporators Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
800-421-2861

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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

InterState LC

REGISTERED AGENT/OFFICE:

Corporate Creations Enterprises Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS ENTERPRISES INC.  
Luis A. Uriarte, President

Date: October 8, 1999

American Incorporators Ltd.  
1220 North Market Street, Suite 606  
Wilmington DE 19801  
800-421-2661

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