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UCC FILING & SEARCH SERVICES, INC.  
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\*\*\*\*125.00 \*\*\*\*125.00

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Lauteria & Company PLC

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

99 DEC 29 AM 8:28

FILED

12/29

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

99 DEC 29 PM 4:46

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- Walk In
- Mail Out
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- Photocopy

Pick Up Time

- Certified Copy
- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
- ALL CHARTER DOCUMENTS

**RUSH**

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

EFFECTIVE DATE  
1/1/2000

Ordered By: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
LAUTERIA & COMPANY, PLC**

The undersigned natural person, who is licensed and otherwise legally authorized to practice public accounting in the State of Florida, intends to form a limited liability company in accordance with the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I**

Name. The name of the limited liability company shall be LAUTERIA & COMPANY, PLC ("Company").

**ARTICLE II**

Purpose. The purposes for which the Company is formed are:

- a. To engage in the specific business of public accounting as a professional limited liability company and to carry on services incident thereto;
- b. To engage generally in the business of providing accounting and related services as a professional limited liability company as the same is now or hereafter defined by statute, rule and regulation, and in connection therewith to own property, to enter into contracts, and to transact any lawful business related thereto;
- c. To engage in such other business and sale of products incidental to the practice of providing accounting and related services as a professional limited liability company as may be authorized or permitted by Florida law; and
- d. To do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Organization or the operating agreement.

**ARTICLE III**

Address. The mailing address and street address of the principal office of the Company shall be 605 Robinson Street, Suite 620, Orlando, Florida 32801.

**EFFECTIVE DATE**  
1/1/2000

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ARTICLE IV

Effective Date and Duration. These Articles of Organization shall become effective and the Company's existence shall begin on January 1, 2000. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in the operating agreement of the Company.

ARTICLE V

Initial Registered Office and Agent. The street address of the initial registered office of the Company is 1132 Symonds Avenue, Winter Park, FL 32789 and the name of the initial registered agent of the Company at that address is GARY M. BERKSON.

ARTICLE VI

Management. The Company shall be managed by the members in accordance with an operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial managing member of the Company is:

NAME	ADDRESS
LOUIS H. LAUTERIA	605 Robinson Street Suite 620 Orlando, Florida 32801

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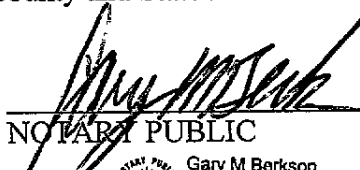
IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida this 28<sup>th</sup> day of December, 1999

  
 LOUIS H. LAUTERIA

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared LOUIS H. LAUTERIA, to me personally known to be the person described in and who executed the foregoing Articles of Organization and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 28<sup>th</sup> day of December, 1999.

  
 NOTARY PUBLIC  
 Gary M Berkson  
 My Commission CC801160  
 Expires January 10, 2003

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**LAUTERIA & COMPANY, PLC**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED SUBMITS THE FOLLOWING STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT IN THE STATE OF FLORIDA:

1. The name of the limited liability company is LAUTERIA & COMPANY, PLC
2. As designated in the Articles of Organization filed with this designation, the name and the Florida street address of the registered agent is:

Gary M. Berkson  
1132 Symonds Avenue  
Winter Park, Florida 32789

*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.*

  
\_\_\_\_\_  
Gary M. Berkson

December 28, 1999

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