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EDWIN F. EINSTEIN
ATTORNEY AT LAW

THE COLONNADE, SUITE 770
9901 I.H. 10 WEST
SAN ANTONIO, TEXAS 78230

TELEPHONE (210) 492-8800
FACSIMILE (210) 492-8818
EINSTEIN@LEXGROUP.COM

August 2, 1999

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-08/06/99-01078-005
****285.00 ****285.00

FLORIDA DEPT. OF STATE
Registration Section
Corporations Division
P.O. Box 6327
Tallahassee, Florida 32314

Re: Registration of DLM Promotions, LLC in Florida

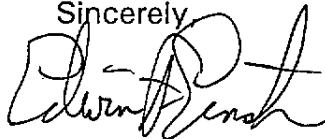
W99-18698

To whom it may concern:

Enclosed please find the duly completed and signed application, affidavit and certificate of designation of registered agent/office for the registration of DLM Promotions, LLC, a Texas limited liability company, to do business as a foreign limited liability company in the state of Florida. I also include my client's check number 3675 in the amount of \$285.00 (\$250 filing fee and \$35 designation of registered agent) and an original certificate of existence from the Texas Secretary of State dated July 15, 1999.

I understand that you will issue me a letter of acknowledgment confirming the receipt and conformance of the enclosed documents. In the meantime, please don't hesitate to contact me should you have any questions or comments.

Sincerely



Edwin F. Einstein

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DIVISION OF CORPORATIONS

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 12, 1999

EDWIN F. EINSTEIN
THE COLONNADE, SUITE 770
9901 I.H. 10 WEST
SAN ANTONIO, TX 78230

SUBJECT: DLM PROMOTIONS, LLC
Ref. Number: W99000018698

We have received your document for DLM PROMOTIONS, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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

Letter Number: 299A00040811

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. DLM Promotions LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Texas
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 74-2798062
(FEI number, if applicable)
4. July 22, 1996
(Date of Organization)
5. - 2026
(Duration: Year limited liability company will cease to exist or "perpetual")
6. ~~PERMITTING~~ UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 7824 Mainland Drive, Suite 104
San Antonio, Texas 78250-5126
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Domingo Chavez Moreno</u>	<u>MGRM</u>	<u>Patricia Chavez Moreno</u>	<u>MGRM</u>
<u>Gustavo A. Becquer No. 470</u>		<u>Antonio Machado No. 727</u>	
<u>Col. Anahuac, San Nicolas</u>		<u>Col. Anahuac, San Nicolas</u>	
<u>de los Garza, Nuevo Leon</u>		<u>de los Garza, Nuevo Leon</u>	
<u>MEXICO</u>		<u>MEXICO</u>	
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
DLM Promotions, Inc. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 13,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 13,000.00.
(This total includes amounts from 2 and 3 above.)

Edwin F. Einstein, Attorney-in-fact

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.)

Edwin F. Einstein, Attorney-in-fact

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

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**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 the Limited Liability Company is:

DLM Promotions, LLC

2. The name and the Florida street address of the registered agent and office are:

Valerie Diaz

(Name)

404 Washington Avenue, Suite 700

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Miami Beach

FL

33139

City/State/Zip

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.

X Valerie Diaz

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

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The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Organization of


DLM PROMOTIONS, L.L.C.
File No. 07019511-22

were filed in this office and a certificate of organization was issued to this limited liability company, and no certificate of dissolution is in effect and the company is currently in existence.

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IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on July 15, 1999.





Elton Bomer MAC
Secretary of State