

Mar. 13. 2002 3:39PM

Division of Corporations

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Division of Corporations  
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DIVISION OF CORPORATIONS

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Fax Number : (850) 205-0383

From:  
Account Name : TODD W. KLISTON, ESQ.  
Account Number : 075221000013  
Phone : (954) 473-4900  
Fax Number : (954) 473-4907

LIMITED LIABILITY COMPANY

KOTZKER/SHAMY, P.L.

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 0        |
| Page Count            | 06       |
| Estimated Charge      | \$125.00 |

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**ARTICLES OF ORGANIZATION  
OF  
KOTZKER/SHAMY, P.L.**

The undersigned, being authorized to execute and file these Articles, hereby certifies  
that:

**ARTICLE I - NAME**

The name of the Limited Liability Company ("Company") is Kotzker/Shamy, P.L.

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability  
Company is 8211 W. Broward Blvd. Suite 375 Plantation, FL 33324.

**ARTICLE III - DURATION**

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

**ARTICLE IV - MANAGEMENT**

The Company is to be managed by the members. The names and addresses of the  
managing members are:

Law Offices of John M. Kotzker, P.A. 8211 W. Broward Blvd. Suite 375  
Plantation, FL 33324

Law Offices of Daniel J. Shamy, P.A. 3500 NW Boca Raton Blvd. Bldg. 811  
Boca Raton, FL 33431

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#### ARTICLE V - PURPOSE

The sole and specific purpose for which the Company is organized is to render professional services as attorneys at law. It is intended that this be a "professional limited liability company," pursuant to Chapter 621, Florida Statutes as amended from time to time.

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#### ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admission shall be by unanimous consent of the existing members.

#### ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the business of the limited liability company 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.

#### ARTICLE VIII - INDEMNIFICATION

The Company shall indemnify each officer, member or managing agent, to the full extent permitted by the laws of the State of Florida, limited only as set forth in the Regulations of the Company. The Company shall defend, indemnify and hold such officer, member or managing agent harmless of and from any claims which may be presented against him or her arising out of official actions on behalf of the Company or the furtherance of the Company's business. This indemnification shall be made so long as the actions were undertaken in good faith for the best interest of the Company as determined by the other members of the

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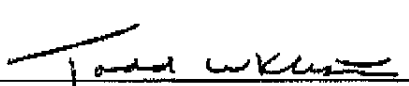
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Company. The indemnification provided for herein shall be cumulative as to any other rights provided by law.

#### ARTICLE IX - AMENDMENT

Amendments to these Articles may be adopted at a meeting of the Members by a majority vote of the Members upon prior notice thereof in writing of a meeting to consider the proposed change in the Articles.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 11<sup>th</sup> day of March, 2002. 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.

  
Todd W. Kliston

Authorized representative of a member executing the Article of Organization

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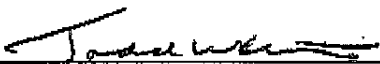
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 and 608.407, 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 Kotzker/Shamy, P.L.
2. The name and the Florida street address registered agent and registered office is:

Todd W. Kliston  
8211 West Broward Boulevard  
Suite 375  
Plantation, FL 33324

Having been named as registered agent and to accept service of process for the above stated limited 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.

  
Todd W. Kliston

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No.4982 P. 6/6

**FAX AUDIT #** H02000056012 6

March 11, 2002

Todd W. Kliston, Esquire  
8211 West Broward Boulevard  
Suite 375  
Plantation, FL 33324

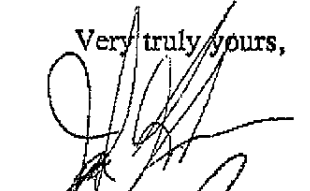
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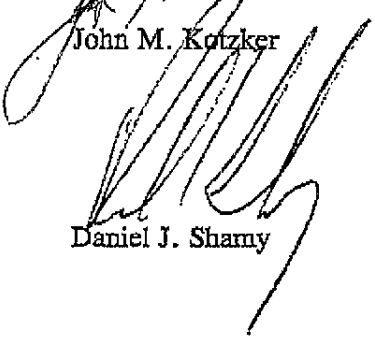
Re: Kotzker/Shamy, P.L.

Dear Todd:

This is to request that you form a Limited Liability Company by executing and filing on our behalf with the Florida Department of State Articles of Organization of Kotzker/Shamy, P.L. in the form and containing the information which you determine to be appropriate and necessary. You may rely on this authority in filing those Articles of Organization.

Very truly yours,

  
John M. Kotzker

  
Daniel J. Shamy

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