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**PERTNOY, SOLOWSKY, ALLEN & HABER, P.A.**

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June 17, 2002

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Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: North Miami Warehouse LLC**

Gentlemen:

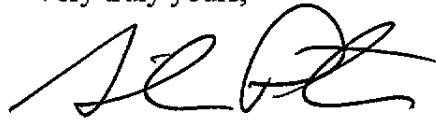
Please file the enclosed Articles of Organization of North Miami Warehouse LLC.

Kindly acknowledge this filing, and furnish a certified copy of the Articles.

Our check for \$ 155.00 is enclosed covering the following:

Filing fee	\$ 100.00
Registered Agent fee	\$ 25.00
Certified copy	\$ 30.00

Very truly yours,

  
SIDNEY M. PERTNOY

FILED  
02 JUN 19 AM 11:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Encls.

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\*\*\*\*155.00 \*\*\*\*155.00



**ARTICLES OF ORGANIZATION**  
**OF**  
**NORTH MIAMI WAREHOUSE LLC**  
a Florida limited liability company

FILED  
02 JUN 19 AM 11:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned individual, being a member of this Company, presents these Articles of Organization to the Department of State of the State of Florida in accordance with Chapter 608, Florida Statutes, for the formation of a limited liability company under the laws of the State of Florida.

**ARTICLE I**

The name of the limited liability company (the "Company") is NORTH MIAMI WARHOUSE LLC, a Florida limited liability company.

**ARTICLE II**

Unless and until the Company is dissolved by the unanimous consent of the members or by law, the Company will exist in perpetuity from the date of the filing of these Articles with the Florida Department of State.

**ARTICLE III**

The mailing address and street address of the Company's principal business office is:

801 Arthur Godfrey Road  
Suite 202  
Miami Beach, Florida 33140

#### ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office

are as follows:

Sidney M. Pertnoy, Esq.  
Suite 2000  
150 W. Flagler St.  
Miami, Florida 33130

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#### ARTICLE V

1. The members of the Company have the right to admit additional members from time to time as provided in the Regulations; and

2. The remaining members of the Company have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, and any other event which terminates the continued membership of a member in the Company.

#### ARTICLE VI

The business of the Company is to be managed by a manager. The name and street address of the initial manager of the Company is:

Earl Pertnoy  
Suite 202  
801 Arthur Godfrey Road  
Miami Beach, Florida 33140

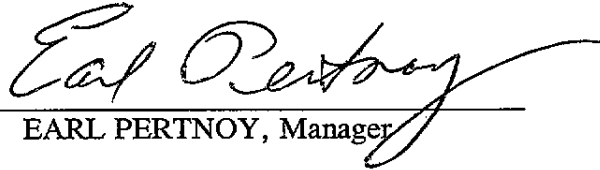
## ARTICLE VII

The Company may exercise any powers, without limitation whatsoever, which a limited liability company may legally exercise under the laws of the State of Florida.

## ARTICLE VIII

The Company may indemnify any manager, member, officer, employee or agent of the Company to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has hereunto executed these Articles of Organization this 17<sup>th</sup> day of June, 2002.

  
EARL PERTNOY, Manager

## ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.

  
SIDNEY M. PERTNOY

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02 JUN 19 AM 11:58  
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