

L06000004689

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(Address)

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DIVISION OF CORPORATIONS  
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**COVER LETTER**

TO: Registration Section  
Division of Corporations

SUBJECT: GBS INVESTMENT GROUP, LLC  
(Name of Limited Liability Company)

Dear Sir or Madam:

The enclosed Articles of Correction and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joseph R. Colletti, P.A.  
4770 Biscayne Boulevard  
Suite 630  
Miami, FL 33137  
(305) 576-2600  
(305) 576-1756 (fax)

For further information concerning this matter, please call:

Joseph R. Colletti (305 576-2600)

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS  
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**Enclosed is a check for the following amount:**

\$25 Filing Fee     \$30 Filing Fee & Certificate of Status     \$55 Filing Fee & Certified Copy     \$60 Filing Fee, Certificate of Status & Certified Copy

CR2E062 (08/05)

**ARTICLES OF CORRECTION  
FOR  
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to section 608.4115, F.S., this document is being submitted within the required 30 business days to correct the attached articles of organization or application to transact business in Florida.

**FIRST:** The name of the limited liability company is: GBS INVESTMENT GROUP LLC

**SECOND:** The articles of organization or the application to transact business

**(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)**

Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:

Article IX is hereby amended as follows:

**ARTICLE IX. MANAGERS**

The management of the Company shall be reserved to the Members. The names and addresses of the managing Members are set forth below:

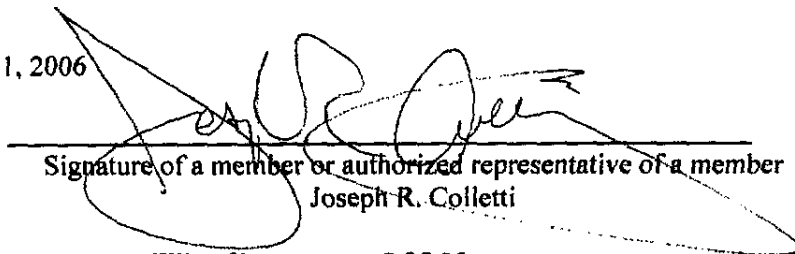
VITALY KARDASH	1837 NW 131 Avenue Pembroke Pines, FL 33028
IRINA KARDASH	1837 NW 131 Avenue Pembroke Pines, FL 33028
ALEX BLAGERMAN	290 - 174 Street Apt 609 Sunny Isles Beach, FL 33160
JANNA BLAGERMAN	290 - 174 Street Apt 609 Sunny Isles Beach, FL 33160

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FLORIDA DEPARTMENT OF REVENUE  
DIVISION OF REVENUE

**OR**

Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows:

Dated: February 1, 2006

  
Signature of a member or authorized representative of a member  
Joseph R. Colletti

**Filing Fee: \$ 25.00**  
**Certified Copy: \$ 30.00 (optional)**



January 17, 2006

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

GBS INVESTMENT GROUP, LLC  
1837 NW 131 AVENUE  
PEMBROKE PINES, FL 33028

The Articles of Organization for GBS INVESTMENT GROUP, LLC were filed on January 13, 2006, and assigned document number L06000004689. Please refer to this number whenever corresponding with this office.

In accordance with section 608.406(2), F.S., the name of this limited liability company is filed with the Department of State for public notice only and is granted without regard to any other name recorded with the Division of Corporations.

The certification you requested is enclosed. To be official, the certification for a certified copy must be attached to the original document number that was electronically submitted and filed under FAX audit number H06000011456.

A limited liability annual report/uniform business report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number may be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the limited liability company address changes, it is the responsibility of the limited liability to notify this office.

Should you have any questions regarding this matter, please contact this office at the address given below.

Lee Rivers  
Document Specialist  
Registration/Qualification Section  
Division of Corporations

Letter Number: 806A00003103

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Organization of GBS INVESTMENT GROUP, LLC, a limited liability company organized under the laws of the state of Florida, filed on January 13, 2006, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H06000011456. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this limited liability company is L06000004689.

Authentication Code: 806A00003103-011706-L06000004689-1/1

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the Seventeenth day of January, 2006



*Sue M. Cobb*  
Sue M. Cobb  
Secretary of State

**ARTICLES OF ORGANIZATION**

**OF**

**GBS INVESTMENT GROUP, LLC**

THE UNDERSIGNED, initial members of GBS INVESTMENT GROUP, LLC, a Florida limited liability company formed hereunder (the "Company"), on behalf of the other members of the Company, hereby forms a limited liability company under the laws of the State of Florida.

**ARTICLE I. COMPANY NAME**

The name of the Company is: GBS INVESTMENT GROUP, INC.

**ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE**

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon the filing of these executed Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

**ARTICLE III. MAILING ADDRESS OF COMPANY**

The mailing address of the Company is: 1837 NW 131 Avenue, Pembroke Pines, FL 33028.

**ARTICLE IV. STREET ADDRESS OF COMPANY**

The street address of the principal office of the Company is: 1837 NW 131 Avenue, Pembroke Pines, FL 33028.

Prepared By:

JOSEPH R. COLLETTI, P.A.  
4770 Biscayne Boulevard, Suite 630  
Miami, Florida 33137  
(305) 576-2600  
FLORIDA BAR NO: 216194

**ARTICLE V. REGISTERED AGENT & REGISTERED AGENT ADDRESS**

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

JOSEPH R. COLLETTI  
4770 Biscayne Boulevard  
Suite 630  
Miami, Florida 33137

**ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS**

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority of those managers of the Company in attendance at a duly called meeting of the managers at which a quorum exists or by written consent of a majority of the managers of the Company. Any new member which is approved by the managers of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the managers, and upon such member's agreement to comply with these Articles of Organization, the Operating Agreement and such other documents, statutes, rules, regulations or guidelines as the managers may from time to time determine in their sole discretion.

**ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER**

Except as may be otherwise provided in the Operating Agreement, an assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority of all of the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Operating Agreement, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Operating Agreement of the Company.

**ARTICLE VIII. DISSOLUTION OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a

member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the other members elect to continue the Company either upon the affirmative vote of a majority of all of the members of the Company, which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company, and so long as there remains two (2) members of the Company.

#### **ARTICLE IX. MANAGERS**

The management of the Company shall be reserved to the Members. The names and addresses of the managing Members are set forth below:

VITALY KARDASH	1837 NW 131 Avenue Pembroke Pines, FL 33028
IRINA KARDASH	1837 NW 131 Avenue Pembroke Pines, FL 33028
ALEX BLAGERMAN	290 - 174 Street Apt 609 Sunny Isles Beach, FL 33160

#### **ARTICLE X. RETURN OF CAPITAL**

No member shall have the right to demand the return of his, her or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

#### **ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION**

Members may adopt, alter, amend or repeal any provision of the Articles of Organization upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

#### **ARTICLE XII. AMENDMENT OF OPERATING AGREEMENT**

Pursuant to Section 608.423(1) of the Act, the managers of the Company may adopt, alter, amend or repeal any provision of the Operating Agreement upon the affirmative vote of a majority of those managers of the Company in attendance at a meeting of the managers duly called at which a quorum exists or by written consent of a majority of the managers of



the Company; provided, however, any provision which has been previously adopted, altered or amended by the members and which states that it may only be amended, altered or repealed by the members, may not be altered, amended or repealed by the managers but shall only be amended, altered or repealed upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Organization as of this 13<sup>th</sup> day of January, 2006.

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

JOSEPH R. COLLETTI,  
Authorized Representative

STATE OF FLORIDA            )  
  SS  
COUNTY OF MIAMI-DADE    )

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 13<sup>th</sup> day of January, 2006, by JOSEPH R. COLLETTI who is personally known to me and who did not take an oath.

Jacquelyn S Robledo  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

Identification Produced: \_\_\_\_\_  
Personally known XX



Jacquelyn S Robledo  
My Commission DD180038  
Expires February 16, 2007

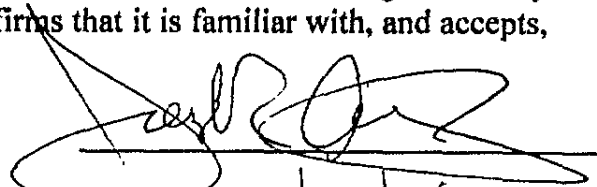
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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT  
UPON WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED**

The following is submitted pursuant to Section 608.507 of the Florida Limited Liability

Company Act:

Having been appointed as registered agent of GBS INVESTMENT GROUP, LLC, a Florida limited liability company in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

  
DATED: 1/13/06