


**2005 LIMITED LIABILITY COMPANY ANNUAL REPORT**

**FILED**  
**Apr 27, 2005 8:00 am**  
**Secretary of State**

04-27-2005 90037 045 \*\*\*\*50.00

DOCUMENT # L98000000903 1. Entity Name VON MORGEN, L.C.	
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Principal Place of Business BAUR & KLEIN, P.A. 100 NORTH BISCAYNE BLVD., SUITE 2100 MIAMI, FL 33132	Mailing Address BAUR & KLEIN, P.A. 100 NORTH BISCAYNE BLVD., SUITE 2100 MIAMI, FL 33132
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14002206



02112005 No Chg-LLC CR2E083 (10/03)

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4. FEI Number 65-0847152	Applied For Not Applicable
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5. Certificate of Status Desired <input type="checkbox"/>	\$5.00 Additional Fee Required
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6. Name and Address of Current Registered Agent

BAUR, THOMAS ESQ  
100 N. BISCAYNE BLVD. #2100  
MIAMI, FL 33132

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8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable

**Filing Fee is \$50.00**  
**Due by May 1, 2005**

9. MANAGING MEMBERS/MANAGERS	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGRM ELFERING, GERT 1839 W 24TH STREET MIAMI BEACH, FL 33140
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGRM EGNER, FRITZ 2000 WILLIAMS ISLAND BLVD. #2807 AVENTURA, FL 33160
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11. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE:  4-12-05

ATTACHMENT

14002206  
# L98000000903

**WRITTEN CONSENT IN LIEU OF  
SPECIAL MEETING OF MANAGING-MEMBERS OF  
VON MORGEN, L.C.**

The undersigned, being the sole Managing-Members of VON MORGEN, L.C., a Florida limited liability company (the "Company"), hereby consent to the adoption of the following preamble and resolutions and to the taking of the following action by written consent in lieu of a Special Meeting of Managing-Members, hereby waiving all notice of time, place and objects of same.

The undersigned Managing-Members adopt this Written Consent in lieu of Special Meeting of Members, and consent to, approve, adopt, appoint and/or ratify the following:

**IT IS HEREBY RESOLVED**

1. That the persons at present serving as Managing-Members and/or Officers of the Company are hereby reappointed to serve as Managing-Members and/or Officers of the Company until such time as their successors shall have been duly elected or appointed and qualified.
2. That any and all actions taken to date on behalf of the Company by the Officer acting in such capacity, and all actions taken to date on behalf of the Company by the Managing-Member acting in such capacity, are hereby ratified and approved as fully as if such actions were authorized, approved and consented to prior to their commission, even if such person was not an Officer and/or Managing-Member at the time such act was committed.

IN WITNESS WHEREOF, the undersigned executed this Unanimous Written Consent as of the 12<sup>th</sup> day of April, 2005.



\_\_\_\_\_  
Name: Gert Elfering, Managing-Member

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Name: Fritz Egner, Managing-Member