

L98000002234



ACCOUNT NO. : 072100000032

REFERENCE : 987496 4305300

AUTHORIZATION : Patricia Pignatelli

COST LIMIT : \$ 285.00

ORDER DATE : October 7, 1998

ORDER TIME : 2:15 PM

ORDER NO. : 987496-010

CUSTOMER NO: 4305300

CUSTOMER: Ms. Cindy Szabo
HANNOCH WEISMAN, P.C.
HANNOCH WEISMAN, P.C.
4 Becker Farm Rd. 4th Fl.

Roseland, NJ 07068

700002663017-1

DOMESTIC FILING

NAME: IDOM MIAMI, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 13 AM 8:20

DIVISION OF CORPORATION

98 OCT 13 PM 3:35

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Updater Verifier	MCH
Acknowledgement	MCH
W. P. Verifier	MCH

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: IDOM Miami, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

444 Brickell Avenue, Suite 535, Miami, Florida 33131

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: perpetual

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Vincent J. Raniere
444 Brickell Avenue
Suite 535
Miami, Florida 33131

Stephen Codignotto
c/o IDOM, Inc.
One Gateway Center
Third Floor
Newark, New Jersey 07102

IDOM, Inc.
One Gateway Center
Third Floor
Newark, New Jersey 07102

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ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

additional members may be admitted only upon unanimous written consent of members.

ARTICLE VI - Members Rights to Continue Business:

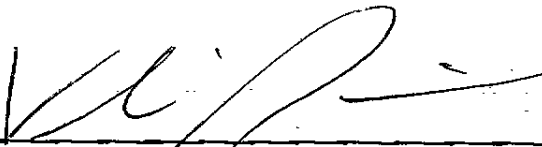
The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

the remaining member(s) may continue the business upon the unanimous written consent of the remaining member(s) within ninety (90) days after such event.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of IDOM
 Miami, LLC 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 *\$2.00 by IDOM, Inc.; \$98.00 each by Vincent Raniere and Stephen Codignotto \$ 200.00* ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A ;
(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 *\$10.00 by IDOM, Inc.; \$495.00 each by Vincent Raniere and Stephen Codignotto \$ 1,000.00*


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.)

 Vincent J. Raniere
Typed or printed name of signee

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Filing Fee: \$250.00 for Articles and Affidavit

**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: IDOM Miami, LLC

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

Vincent J. Raniere

NAME

444 Brickell Avenue, Suite 535

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

Miami

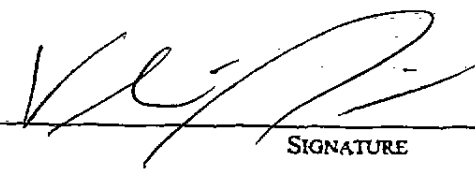
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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.


SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent