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LIMITED LIABILITY COMPANY

H & S, LLC

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Estimated Charge	\$130.00

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W00000006005



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 7, 2000

ALBERT J. XIQUES, ESQ.

SUBJECT: H & S LLC
REF: W00000006005

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
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Letter Number: 400A00012494FILED
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**ARTICLES OF ORGANIZATION
OF
H & S, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be H & S, LLC ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 1000 Brickell Avenue, Suite 660, Miami, FL 33131.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall terminate not later than January 24, 2050, unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Albert J. Xiques, Esq., Rodriguez & Machado, P.A., 1000 Brickell Avenue, Suite 660, Miami, FL 33131.

Fax Audit No. H00000010275 6
This instrument prepared by:
Alberto J. Xiques, Esq.
Fla. Bar No. 948217
RODRIGUEZ & MACHADO, P.A.
1000 Brickell Avenue, Suite 660
Miami, Florida 33131
(305) 377-1000

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ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

Fax Audit No. H00000010275 6

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

NAME	ADDRESS
Howard Friedman	6525 SW 75 Terrace South Miami, FL 33143
Sue Bodley	13913 SW 84 Street Miami, FL 33183

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Miami, Florida, on February 24, 2000.



Albert J. Xiques
Organizer

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF Miami-Dade

Sworn to and subscribed before me this February 24, 2000 by Albert J. Xiques
Organizer.

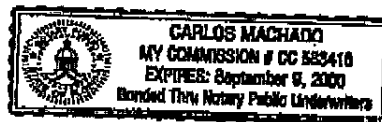


Notary Public -- State of Florida

Personally Known X
OR Produced Identification _____

Type of Identification Produced _____


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Fax Audit No. H00000010275 6

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of H & S, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Albert J. Xiques, Esq.
Registered Agent

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