

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

501, LLC

**NIJH**

600003320526--5  
-07/12/00--01018--020  
\*\*\*\*155.00 \*\*\*\*155.00

Signature

Requested by: LM 2/12 9:59  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
✓ L.C. File Cert. \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
✓ Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 12 PM 12:40

RECEIVED  
00 JUL 12 AM 10:17  
DEFINITION OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
501, L.L.C.**

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**ARTICLE I**

**NAME**

The name of the limited liability company shall be:

**501, L.L.C.**

**ARTICLE II**

**EXISTENCE AND DURATION**

The existence of the limited liability company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida.

**ARTICLE III**

**PURPOSE**

This limited liability company may engage in any activity or business permitted under the laws of the United States and of the State of Florida, and shall have all powers necessary or convenient to effect any or all of the purposes for which the company is organized..

**ARTICLE IV**

**PRINCIPAL PLACE OF BUSINESS**

The initial mailing and street address for the principal office of this limited liability company is:  
3905 Alton Road, Miami Beach, Florida 33140.

**ARTICLE V**

**INITIAL REGISTERED AGENT**

The initial registered agent and street address of the initial registered agent of the limited liability company shall be:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 12 PM 12:40

**ROSSZ FIU CORPORATION**

Spencer Fox, Vice President  
Cohen Fox, P.A.  
200 South Biscayne Boulevard  
20th Floor  
Miami, Florida 33131

**ARTICLE VI**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member certifies:

1. The above limited liability company has at least five (5) members;
2. The total amount of cash contribution by the members is \$1,375,000.00.
3. If any, the agreed value of property other than cash contributed by the member is:  
None; and
4. The total amount of cash and property contributed and anticipated to be contributed  
by the members is \$1,375,000.00.

**ARTICLE VII**

**MANAGEMENT**

The limited liability company is to be managed by a manager, and the name and address of such manager who is to serve as manager is:

Alan W. Jacobson

3905 Alton Road  
Miami Beach, FL 33140

**ARTICLE VIII**

**RESTRICTIONS ON MEMBERSHIP AND RIGHT TO CONTINUE  
AFTER WITHDRAWAL OF MEMBER**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership

of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

#### ARTICLE IX

#### CONTRACTING DEBTS

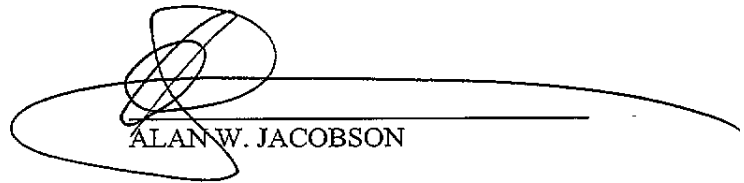
The Manager shall be authorized to incur any liability on behalf of the limited liability company.

#### ARTICLE X

#### INDEMNIFICATION

This company shall indemnify its Manager to the full extent permitted by the laws of the State of Florida.

In accordance with Section 608.408(3) F.S., the undersigned member by execution of this affidavit affirms under the penalties of perjury that the facts stated herein are true. Executed by the undersigned member at Miami, Florida this 11 day of July, 2000.

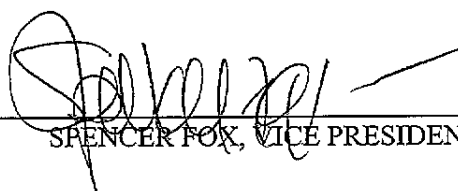
  
ALAN W. JACOBSON

#### CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT/REGISTERED OFFICE

Having been named as registered agent of **501, L.L.C.** to accept service of process for such limited liability company at the place designated in this certificate, the undersigned accepts such appointment and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Dated this 11 day of July, 2000.

ROSSZ FIU CORPORATION,  
a Florida corporation

By:   
SPENCER FOX, VICE PRESIDENT