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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

MJH

REFERENCE : 803209 83648A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

8/18

00 AUG 18 PM 3:39

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ORDER DATE : August 18, 2000

ORDER TIME : 2:16 PM

ORDER NO. : 803209-005

CUSTOMER NO: 83648A

CUSTOMER: Michael P. Gable, Esquire  
Michael P. Gable, Esq

Suite 735 S  
4000 Hollywood Boulevard  
Hollywood, FL 33021

W-20448

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-08/21/00--01001--005  
\*\*\*\*130.00 \*\*\*\*130.00

DOMESTIC FILING

NAME: A-B FERNANDEZ, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1133

EXAMINER'S INITIALS:

RECEIVED  
00 AUG 18 PM 4:10  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32301



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 21, 2000

CSC  
SANDRA MATHIS

SUBJECT: A-B FERNANDEZ, LLC  
Ref. Number: W00000020448

RECEIVED

00 AUG 21 PM 12:19

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for A-B FERNANDEZ, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 600A00044639

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**RESUBMIT**

Please give original  
submission date as file date.

**ARTICLES OF ORGANIZATION  
OF  
A-B FERNANDEZ, LLC**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 AUG 18 PM 3:39

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 A-B Fernandez, LLC ("company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company is 6051 N. Ocean Drive, Apartment 1105, Hollywood, Florida 33019.

**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 be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida are Michael P. Gable, 4000 Hollywood Boulevard, Suite 735, South Tower, Hollywood, Florida 33021-6755.

**ARTICLE V - ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the 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 of the members of the company (other than the member proposing to dispose of his or her interest) approve of the proposed transfer by written consent.

**ARTICLE VI - MEMBERS' RIGHT TO CONTINUE BUSINESS**

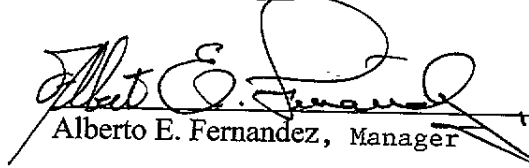
The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a

member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

## ARTICLE VII - MANAGEMENT

The company shall be managed by a manager 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 name and address of the initial manager of the company are Alberto E. Fernandez, 6051 N. Ocean Drive, Apartment 1105, Hollywood, Florida 33019.

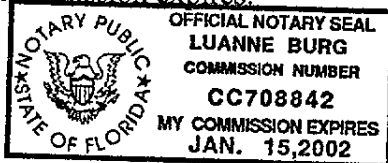
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Hollywood, Florida, on August 11, 2000.

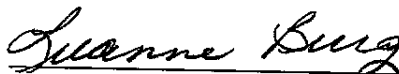
  
Alberto E. Fernandez, Manager

  
Blanca R. Fernandez

Sworn to and subscribed before me on August 11, 2000, by Alberto E. Fernandez and Blanca R. Fernandez, who are personally known to me.

My commission expires:





Notary Public

**LUANNE BURG**

Typewritten Name of Notary Public

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

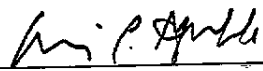
Under the provisions of F.S. 608.415 or 608.507, A-B Fernandez, LLC submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is A-B Fernandez, LLC
2. The name and street address of the registered agent in Florida are:

Michael P. Gable  
4000 Hollywood Boulevard  
Suite 735, South Tower  
Hollywood, Florida 33021-6755

The undersigned, being the person named in the articles of organization of A-B Fernandez, 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 duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated: August 11, 2000.

  
\_\_\_\_\_  
Michael P. Gable, Registered Agent