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ADI RAPPOPORT

STEVEN E. BLUMENTHAL

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OF COUNSEL

October 18, 2000

VIA FEDERAL EXPRESS

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

400003429814--7  
-10/19/00--01063--003  
\*\*\*\*\*125.00 \*\*\*\*\*125.00

Re: Pescador, LLC

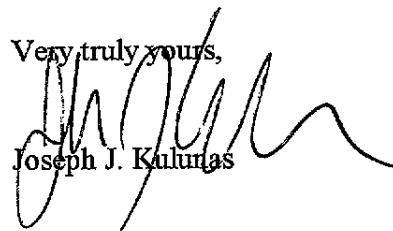
Dear Sir or Madam:

Enclosed please find original Articles of Organization of Pescador, LLC, Certificate of Designation Registered Agent along with our check in the amount of \$125.00 for the applicable filing fee.

If anything further is required to create this limited liability company, please advise.

Very truly yours,

Joseph J. Kulunas



FILED  
00 OCT 19 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JJK/rm

Enclosure

L00-12901  
QR

**ARTICLES OF ORGANIZATION  
OF  
PESCADOR, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I  
NAME**

The name of this limited liability company is and shall continue to be PESCADOR, LLC, referred to in these Articles of Organization as the "Company."

**ARTICLE II  
PRINCIPAL OFFICE**

The street address and mailing address of the Company is 800 North Flagler Drive, West Palm Beach, Florida 33401.

**ARTICLE III  
REGISTERED AGENT**

The Company's registered agent is Joseph J. Kulunas, Esquire, whose address is One Clearlake Centre, Suite 1100, 250 Australian Avenue South, West Palm Beach, Florida 33401.

**ARTICLE IV  
DURATION**

The term of existence of this Company commenced upon the filing of the Articles of Organization with the Florida Department of State, and this Company shall exist perpetually thereafter unless sooner dissolved according to these Articles of Organization or by law.

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OCT 19 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V ORGANIZERS**

The organizer of the Company is Anthony S. Ocepek, a natural person at least eighteen (18) years of age.

## **ARTICLE VI PURPOSE AND POWERS**

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act (the "Act").

The Company shall have the following powers:

1. To engage in any lawful business purpose and to own, lease and/or operate offices for that purpose.
2. To own real and personal property, to enter into contracts and agreements necessary or appropriate in the pursuit of such lawful business.
3. To do everything necessary, proper or convenient for the accomplishment of the purpose set forth herein, and to do every other act incidental thereto such is not forbidden under the law of the State of Florida or by the provisions of these Articles of Organization.

## **ARTICLE VII MANAGEMENT BY MEMBERS**

### **Section 7.01 Management by Members**

Subject to the right of the members to elect a manager or managers, as shall be set forth in the Operating Agreement of the Company, the management of the Company is reserved to its members. The name and address of the managing member (the "Managing Member") is Anthony S. Ocepek, 800 North Flagler Drive, West Palm Beach, Florida 33401.

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OCT 19 PM 5:00  
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TALLAHASSEE, FLORIDA

## **Section 7.02 Operational Authority of Members**

### **(a) Means of Decision Making**

The Managing Member shall have the sole authority to manage the Company and is authorized to make any contracts, enter into any transaction, and make and obtain any commitments on behalf of the company to conduct or further the Company's business.

### **(b) Delegation of Managerial Authority**

The Managing Member may delegate to an employee of the Company any management responsibility or authority.

## **Section 7.03 Nonliability and Indemnification of Members for Acts or Omissions in Their Managerial Capacity**

### **(a) Exculpation**

Except as otherwise expressly provided by the Act or herein, no Member shall be liable, responsible or accountable in damages or otherwise to the Company, or to any Member for any acts or omissions performed or omitted in good faith and in a manner reasonably believed by the member to be within the scope of the authority conferred upon him and in the best interests of the company.

### **(b) Indemnification**

The Company shall indemnify and hold harmless the Members from and against any loss, expense, damage or injury suffered or sustained by him or it by reason of any acts or omissions or alleged acts or omissions arising out of his or its activities on behalf of the Company or in furtherance of the interests of the Company, including, but not limited to, any judgment, award, settlement, reasonable attorney's fees and other costs or expenses incurred in connection with the defense of any actual or threatened action, proceeding or claim is based were performed or omitted in good faith and in a manner reasonably believed by the Member to be within the scope of the authority conferred upon him by and in the best interests of the Company. Such indemnification shall be made only to the extent of assets of the Company.

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JAN 19 2019  
CLERK OF STATE  
JAMES E. TIGROA

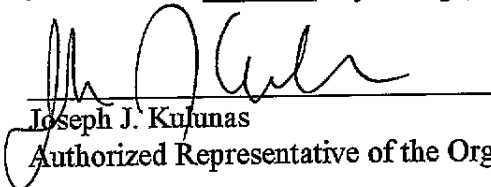
**ARTICLE VIII**  
**ADMISSION OF NEW MEMBERS**

The Company may admit additional members only upon the written consent of all the existing members. Any new member which is approved by the existing members as set forth herein shall become a member of the Company upon the payment of a contribution of capital to the Company as established by the existing members and upon such new member's agreement to comply with these Articles of Organization, Operating Agreement (as defined under the Florida Limited Liability Act), and such other documents, statutes, rules, regulations, or guidelines as the members may from time to time determine in their sole discretion.

**ARTICLE X**  
**DISSOLUTION**

The Company shall be dissolved upon the death, bankruptcy, retirement, resignation, expulsion, or dissolution of a member, unless the Company has at least one remaining member and such remaining member or members unanimously consent in writing to continue the business of the Company within sixty (60) days of the occurrence of the above specified events.

Executed this 2<sup>nd</sup> day of <sup>October</sup>~~September~~, 2000.

  
\_\_\_\_\_  
Joseph J. Kulunas  
Authorized Representative of the Organizer

Joseph J. Kulunas | Florida Bar Member 308005  
August & Kulunas, P.A.  
One Clearlake Centre, Suite 1100  
250 Australian Avenue South  
West Palm Beach, Florida 33401  
561-835-9600

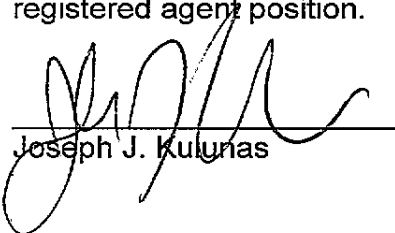
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00 OCT 19 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / OFFICE**

Limited Liability Company:  
Pescador LLC

Registered Agent / Office:  
Joseph J. Kulunas  
August & Kulunas, P.A.  
250 Australian Avenue South, Suite 1100  
West Palm Beach, Florida 33401

I agree to act as registered agent to accept service of process for the limited liability company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
Joseph J. Kulunas

FILED

00 OCT 19 PM 5:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA