

L000000015086

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000063808 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 922-4003

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

AL

00 DEC - 6 PM 5:05

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

ROSCOE & BERVIE'S, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC - 7 AM 8:08

RECEIVED

14
H00000063808

ARTICLES OF ORGANIZATION
OF
ROSCOE & BERNIE'S, L.L.C.

11-ED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC -6 PM 5:05

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of the limited liability company is **ROSCOE & BERNIE'S, L.L.C.** ("Company").
2. Duration. The Company shall exist from the date of filing these Articles with the Department of State until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
3. Mailing Address and Street Address. The Company's mailing and street address is 2742 Biscayne Blvd., Miami, Florida 33137.
4. Registered Agent and Office. The name of the initial registered agent of the Company is Elias Synalovski. The street address of the initial registered agent of the company is 2742 Biscayne Blvd., Miami, FL 33137.
5. Additional Members. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.

Prepared by:

Richard Wasserstein
Wasserstein Law Building
913 Normandy Drive (71 St. Street)
Miami Beach, Florida 33141

H00000063808

H00000063808

6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.
7. Management of the Company. The management of the limited liability company is reserved to the members. The following persons will initially be the day-to-day managing members:
1. Elias Synalovski 2742 Biscayne Blvd, Miami, Florida 33137
 2. Bernard Broide, 2742 Biscayne Blvd, Miami, Florida 33137
8. Regulations. The members shall have the power to adopt, alter, amend, or repeals regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization on
December 7, 2000


ELIAS SYNALOVSKI


BERNARD BROIDE

00 DEC -6 PM 5:05

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H00000063808

H00000063808

FILED
STATE
SECRETARY OF
DIVISION OF CORPORATIONS
00 DEC -6 PM 5:05**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the Provisions of Section 608.415, Florida Statutes the undersigned Limited Liability Company submits the following statement in designation of the Registered Office/Registered Agent, in the State of Florida.

1. The name of the Limited Liability Company is:
ROSCOE & BERNIE'S, L.L.C.

2. The name and address of the Registered Agent and office is:

Elias Synalovski
2742 Biscayne Blvd.
Miami, Fl 33137

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.

Dated this 7 day of December, 2000.


ELIAS SYNALOVSKI

H00000063808