FILED May 24, 2002 8:00 am Secretary of State

04-17-2002 90025 003 ****50.00

LIMITED LIABILITY COMPANY UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # L 0100000 336 PETUNIA MANAGENENI, LLC DO NOT WRITE IN THIS SPACE Principal Place of Business. 40 SOUTH FEDERAL HI Septiend SCACH, F City & State Applied For \$5.00 Additional Fee Required 7. Name and Address of Current Registered Agent DO NOT WRITE IN THIS SPACE (or the purpose of changing its registered office or registered agent, or both, in the State of Florida. SIGNATURE FEE IS \$50,00)
Make Check Payable to Department of State
DUE BY MAY 1 9. MANAGING MEMBERS/MANAGERS ANN MARE IMSUNIC 7m F NAME STREET ADDRESS STREET ADDRESS. Empomo GEACH, FL ISDEZ CTY-ST-ZP CITY ST ZIP NAME NAME STREET ADDRESS STREET ADDRESS CTTY-ST-ZIP ETTY 51 20P TITLE TIME NAME STREET ADDRESS STREET ADDRESS CITY-ST- ZP DO NOT WRITE CITY ST. ZIP TIRE TITLE IN THIS SPACE NAME STREET ADDRESS CITY-ST- AP CITY ST- ZP TITLE TITLE NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZP CITY ST ZIP TITLE Tin s NALE NU.E STREET ADDRESS STREET AODRESS CITY-ST-ZP CITY ST 2P 11. I hereby certify that the information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the Information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the immitted liability company or the receiver or trustee empowered to execute this report as required by Chapter 508, Florida Statutes.

. Division of Corporations

AHACUMENT Sign 1 of 2

Florado Departmento of State Division of Corner 4250/000

Florida Limited Liability

PETUNIA MANAGEMENT, LLC

PRINCIPAL ADDRESS

-530-S-FEDERAL-HIGHWAY

SUITE 160

DEERFIELD BEACH FL 33441

MAILING ADDRESS
530 S. FEDERAL HIGHWAY
SUITE 160
DEERFIELD BEACH FL 33441

Document Number L01000003366

FEI Number NONE

Date Filed 03/06/2001

State FL

Status ACTIVE Effective Date NONE

Total Contribution 0.00

Registered Agent

Name & Address

EMO CORPORATE SERVICES, INC. 100 NE THIRD AVE. SUITE 1100 FT. LAUDERDALE FL 33301

Manager/Member Detail

Name & Address Title
NONE

Annual Reports

LIMITED LIABILITY COMPANY achnest UNIFORM BUSINESS REPORT (UBR) DOCUMENT # _ 0100000 3367 PETUNIA MANAGENTNI, LLC DO NOT WRITE IN THIS SPACE 86404 Principal Place of Business-40 South Federal H DO NOT WRITE IN THIS SPACE Suite, Apt. #, etc. Sity & State Deenficus SCACH, Fl Applied For City & State \$5,00 Additional Country STWAND ame and Address of Current Registered Agent DO NOT WRITE IN THIS SPACE **第** 施达 FEE IS(\$50,00) Make Check Payable to Department of State DUE BY MAY 1 MANAGING MEMBERS/MANAGERS ANN MANE IMSUNIC TITLE MALAF 2731 NE (4TT) STREET ACCORESS STREET ADDRESS POMO SEACH, FL Z306Z CHY-\$1.20 CITY - ST - ZIP TIRE NAME STREET ADDRESS CITY - ST - ZIP TITLE NAME NAME STREET ACCIESS STREET ADDRESS DO NOT WRITE CITY-ST- AP IN THIS SPACE TITLE TIRE NAME STREET ADDRESS STREET ADDRESS CITY-ST: 89 CITY - ST - DP TITLE NAME HALLE STREET ACCORESS STREET ADDRESS CITY-ST-ZIP TITLE NAME NAME STREET ADDRESS CUA-21-SID 11. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the Information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath: that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE:

Hachmet



To:

Florida Department of State

From:

Ann Marie Imbriale

Date:

Saturday, May 4, 2002

Subject:

title of each manager of Petunia Managemer(t, LLC L0 1000003366

Dear Sir/Madam:

Pursuant to your letter, the two members of Petunia Management LLC are

Ann Marie Imbriale and Joseph Perrotta, both of 2731 NE 14th St, Pompano

Beach, Florida 33062

Ms Imbriale is a member of the LLC and Mr. Perrotta is the Managing Member.

Sincerely,

Anne Marie Imbriale

1,

PETUNIA MANAGEMENT, LLC

OPERATING AGREEMENT LO1000003366

THIS OPERATING AGREEMENT (the "Agreement") was entered into this 5th day of March, 2001 between Joseph Perrotta and Annmarie Imbriale (the "Members") of Petunia Management, LLC, a Florida limited liability company (the "LLC").

ARTICLE I

FORMATION OF LIMITED LIABILITY COMPANY

- 1.1 <u>Formation and Effective Date of Agreement</u>. The Members have formed the LLC pursuant to the Florida Limited Liability Company Act (the "Act") by causing Articles of Organization conforming to the requirements of the Act to be filed with the office of the Secretary of State of the State of Florida.
- 1.2 Name and Principal Place of Business. Unless and until amended in accordance with this Agreement and the Act, the name of the LLC will be "Petunia Management, LLC." The principal place of business of the LLC shall be, 530 S. Federal Highway, Suite 160 Deerfield Beach, FL 33441, or at such other place or places as the Manager or the Members may from time to time determine.
- 1.3 Agent for Service of Process. Until such time as the Members have appointed a different person to act in the State of Florida as the agent of the LLC for service of process, the LLC's agent or service of process in the State of Florida shall be EMO Corporate Services, Inc., 100 NE Third Avenue, Suite 1100, Ft. Lauderdale, FL 33301.
- 1.4 Agreement. For and in consideration of the mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Members executing this Agreement hereby agree to the terms and conditions of this Agreement, as it may from time to time be amended. It is the express intention of the parties hereto that this Agreement shall be the sole statement of agreement among them, and, except to the extent a provision of this Agreement expressly incorporates federal income tax rules by reference to sections of the Code or Treasury Regulations or is expressly prohibited or ineffective under the Act, the Agreement shall govern even when inconsistent with or different from the provisions of the Act or any other law or rule. To the extent any provision of the Agreement is prohibited or ineffective under the Act, the Agreement shall be considered amended to the smallest degree possible in order to make the Agreement effective under the Act. In the event the Act is subsequently amended or interpreted in such a way to make valid any provision of the Agreement that was formerly invalid, such provision shall be considered to be a part of this Agreement from and after the date of such interpretation or amendment.
- 1.5 <u>Business</u>. The purpose of the LLC is to act as the managing general partner of the Petunia Properties, Ltd., a Florida limited partnership, and to engage in any lawful act or activity for which an LLC may be organized under the Florida law and which is approved by the Members.
- 1.6 <u>Definitions</u>. Terms not otherwise defined in this Agreement shall have the meanings set forth in Article XIII.

confirmed facsimile transmission, for delivery to such other Member:

(a) at the address or facsimile number shown in the records of the LLC, exce relating to LLC meetings shall be in accordance with the Act; or

- (b) at such other address or facsimile number as such Member may designate by fifteen (15) days' advance written notice to all other Members and the Member; provided that for notices given to a Member having an address outside the United States who has provided a telex address to the LLC, the Member shall also transmit a copy of such notice by telex to the address so given.
- 13.10 Effective Date. This Agreement shall be deemed to be effective on the date Articles are filed and recorded with the Secretary of State, State of Florida.
- 13.11 Counterparts. This Agreement may be executed in one or more counterparts with the same force and effect as if each of the signatories had executed the same instrument.

IN WITNESS WHEREOF, the Members and sole Manager signed this Agreement the year and date first above appearing.

MEMBERS

MANAGER