CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Signature

Name

Walk-In

174 Ponder's Printing - Thomasville, GA 8/00

	14	****655.(5 ****155.UU :
••••	W.	Art of Inc. File
		LTD Partnership File
		Foreign Corp. File
	X	L.C. File
		Fictitious Name File
		Trade/Service Mark
		Merger File
	· · · · · · · · · · · · · · · · · · ·	Art. of Amend. File
		RA Resignation 3
		Dissolution / Withdrawal
	3 /-	Annual Report / Reinstatement
		Cert. Copy
	 .	Photo Copy
		Certificate of Good Standing
		Certificate of Status
		Certificate of Fictitious Name
		Corp Record Search
	<u>·</u>	Officer Search
	<u></u>	Fictitious Search
		Fictitious Owner Search
		Vehicle Search
1		Driving Record
3/7		UCC 1 or 3 File
Date Time		UCC 11 Search
		UCC 11 Retrieval
Will Pick Up		Courier
14 8**	i	

ARTICLES OF ORGANIZATION OF

2911 COLLINS, LLC

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, does hereby establish the following:

1. Name. The name of the limited liability company is:

2911 COLLINS, LLC

- 2. <u>Duration.</u> The period of duration of the limited liability company is perpetual unless sooner dissolved as provided by statute.
- 3. <u>Purpose.</u> This limited liability company is organized for the purpose of engaging in any lawful business in which a limited liability company may engage under Florida law.
- 4. <u>Principal Place of Business and Mailing Address</u>. The address of its principal place of business, as well as the mailing address for this limited liability company is:

3015 North Ocean Boulevard, Apt. 2A Fort Lauderdale, FL 33308

5. Registered Agent and Office. The name and address of its initial registered agent in the State of Florida, whose Consent to appointment as Registered Agent accompanies these Articles, is:

JONATHAN GEFTMAN 3015 North Ocean Boulevard, Apt. 2A Fort Lauderdale, FL 33308

6. <u>Initial Member.</u> The names of the initial member of the limited liability company and its address is as follows:

S 2 GOLD, INC., a Florida corporation c/o JONATHAN GEFTMAN 3015 North Ocean Boulevard, Apt. 2A Fort Lauderdale, FL 33308

- 7. <u>Admission of Additional Members</u>. Additional Members will be admitted only pursuant to the terms of the operating agreement to be entered into by the Members of the Company, or upon such other terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.
- 8. Continuity. The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company. The return of capital and the distribution of profits shall be determined from the limited liability company's books, as of the effective date of withdrawal, based on the provisions of the regulations, and paid as soon as practicable without diminishing the prospects of the limited liability company's ventures and subject to the limitations of Florida law.
- 9. <u>Management.</u> The business of the company shall be reserved to and conducted under the exclusive management of its initial Member executing these Articles. This is a managermanaged company.

Dated: March 3 . 2001

S 2 GOLD, INC., a Florida corporation

By:

JONATHAN GEFTMAN,

PRESIDENT



(305) 673-1101

<u>CERTIFICATE OF DESIGNATION OF</u> REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND RETISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

2911 COLLINS, LLC

2. The name and the Florida street address of the registered agent are:

JONATHAN GEFTMAN 3015 North Ocean Boulevard, Apt. 2A Fort Lauderdale, FL 33308

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.

JONATHAN GEFTMAN, REGISTERED AGENT

OT MAS -7 PH 1: 54
SECRETARY OF STATE
ALL HILLSSEE, FLORING

Prepared by: Jonathan D. Beloff, Esq.; FL Bar #178838 Beloff & Schwartz, 1111 Lincoln Road, Suite 400, Miami Beach, Florida 33139

(305) 673-1101