

L0100 0007627

After Number Only

5/10/01

ITZHAK BROCHAR

Requestor's Name

633 NE 167 St. #701

Address

NMB, FL 33162

City

State

ZIP

Phone

652-1113A

VALIDATION ONLY

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-05/15/01--01022--005  
\*\*\*\*125.00 \*\*\*\*125.00

CORPORATION(S) NAME

BAG BEYOND, L.L.C

SUFFICIENCY OF FILING

2001 MAY 15 AM 9:40

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Empire Toll Free: 1-800-432-3028

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| <input type="checkbox"/> Profit              | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit           | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Annual Report   | <input checked="" type="checkbox"/> Other LLC       |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem            |
| <input checked="" type="checkbox"/> Walk-In  | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  | <input type="checkbox"/> After 4:30      | <input type="checkbox"/> Mail Out                   |

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
BAG BEYOND, L.L.C.**

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 **BAG BEYOND, L.L.C.**

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company shall be in care of **19390 N.W.82nd Court, Miami, Florida 33015.**

**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 earlier dissolved as provided in these articles of organization.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is **MARK B. SLAVIN, 1031 N. MIAMI BEACH BLVD., N. MIAMI BEACH, FL 33162.**

**ARTICLE V - CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash property set forth in Exhibit "A."

**ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

**ARTICLE VII - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the company except with the unanimous

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written consent of all the members of the company and on such 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 the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

### ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other even that terminates the continued membership of a member 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 the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

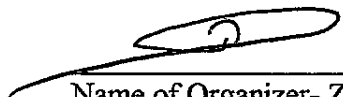
### ARTICLE IX - MANAGEMENT

The company shall be managed by a manger 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 directors of the company is **AENRI SWISSA, 19390 N.W. 82ND COURT, MIAMI, FLORIDA 33015** and the assistant director and manager **ZION KODASH, 19390 N.W. 82ND COURT, MIAMI, FLORIDA, 33015.**

### ARTICLE X - CONTINGENCY

The operation of Bag Beyond L.L.C. shall be based upon Swissa and Kodash reaching an agreement regarding the regulations for the management and ownership of the business. If, for any reason, Swissa and Kodash are unable to reach an agreement within a reasonable time the company shall be desolved, with each party retaining any cash or cash-derived asset that he has contributed.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at North Miami Beach, Dade County, Florida, on this \_\_\_ day of May, 2001.

  
Name of Organizer- Zion Kodash

  
Name of Organizer - Aenri Swissa

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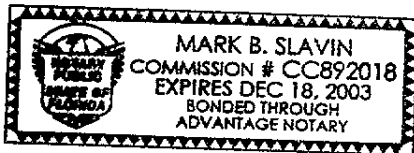
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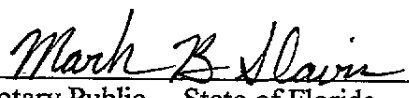
STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

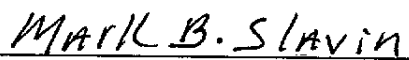
  
Applicant – Zion Kodash

  
Applicant – Aenri Swissa

Before me appeared ZION KODASH who is personally known to me and  
who has sworn to (or affirmed) and subscribed before me this 8<sup>th</sup> day of May, 2001.

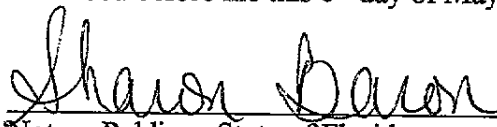


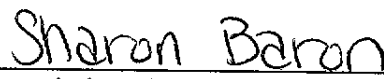
  
Notary Public -- State of Florida

  
Commissioned Name of Notary

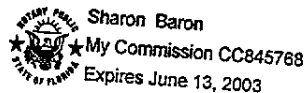
My commission expires:

Before me appeared AENRI SWISSA who is personally known to me and  
who has sworn to (or affirmed) and subscribed before me this 8<sup>th</sup> day of May, 2001.

  
Notary Public -- State of Florida

  
Commissioned Name of Notary

My commission expires:

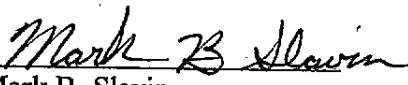


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EXHIBIT "A"

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of **BAG BEYOND, L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above state 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Mark B. Slavin  
Registered Agent

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