

L01000011479

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.

(((H01000081352 6)))

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) 205-0383

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

LIMITED LIABILITY COMPANY  
S & M Holdings LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

Electronic Filing Menu

Corporate Filing

Public Access Help

H01000081352

## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
S & M Holdings LLC

### Article II. Address

The Company's street and mailing address is:  
S & M Holdings LLC  
1897 Palm Beach Lakes Blvd, Suite 207  
West Palm Beach FL 33409

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Corporate Creations Network Inc.  
941 Fourth Street #200  
Miami Beach FL 33139 UNITED STATES

FILED  
01 JUL 12 PM 2:43  
TALLAHASSEE, FLORIDA

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

H01000081352

H01000081352

Article V. Management

This will be a manager-managed company. The name and address of each manager is:

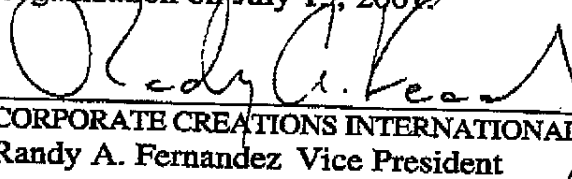
MARK T. CONKLIN  
1897 Palm Beach Lakes Blvd, Suite 207 West Palm Beach FL 33409

FILED  
01 JUL 12 PM 2:43  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

Article VI. Company Existence

The Company's existence shall begin effective as of July 13, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on July 13, 2001.

  
CORPORATE CREATIONS INTERNATIONAL INC.  
Randy A. Fernandez Vice President

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

H01000081352

H01000081352

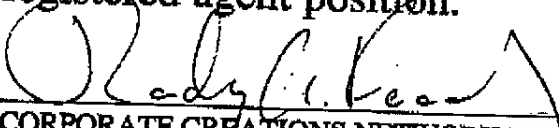
## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:  
S & M Holdings LLC

REGISTERED AGENT/OFFICE:  
Corporate Creations Network Inc.  
941 Fourth Street #200  
Miami Beach FL 33139 UNITED STATES

FILED  
01 JUL 12 PM 2:44  
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. 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.

  
CORPORATE CREATIONS NETWORK INC.  
Randy A. Fernandez, Vice President

Date: July 13, 2001

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

H01000081352