

L010000014075

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REPLY TO:

P.O. BOX 56-0787
MIAMI, FL 33256-0787

August 16, 2001

Florida Department of State
Division of Corporations
New Filings
409 East Gaines Street
Tallahassee, FL 32399

100004540091--7
-08/17/01--01048-019
****125.00 ****125.00

Re: BEG NO MORE, LLC

Dear Sirs:

L01-14075

Enclosed for filing are the following documents:

1. Original and one copy of Articles of Organization of BEG NO MORE, LLC.
2. Original and one copy of Certificate of Designation Registered Agent/Office.

We are also enclosing our firm's check in the amount of \$125.00 covering the filing fee as well as a stamped, self-addressed envelope in order that you may return to us a copy of the above-mentioned documents once they have been filed.

Very truly yours,

Timothy M. Hartley

FILED
01 AUG 17 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Wg/22

TMH/esv
Encl.

EFFECTIVE DATE
8/15/01

4p

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:

BEG NO MORE, LLC

Article II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

Article III. Address

The mailing address and the street address of the Company is:

Beg No More, LLC
4932 Fisher Island Drive
Miami, Florida 33109

Article IV. Registered Agent

The name and address of the registered agent of the Company is:

Timothy M. Hartley, Esq.
Suite 1000, Dadeland Centre
9155 South Dadeland Boulevard
Miami, Florida 33156

Article V. Percentage Interest: Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE
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Article VI. Dissolution

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

Article VII. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, 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.

Article VIII. Management

The name and address of the Manager of the Company is:

Mary Ann Portell
4931 Fisher Island Drive
Miami, Florida 33109

Article IX. Purpose of the Company

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

Article X. Company Existence

The Company's existence shall begin effective as of August 15, 2001


Timothy M. Hartley, Esq.
Authorized Representative of Member

Date: 8/16/01

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TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE

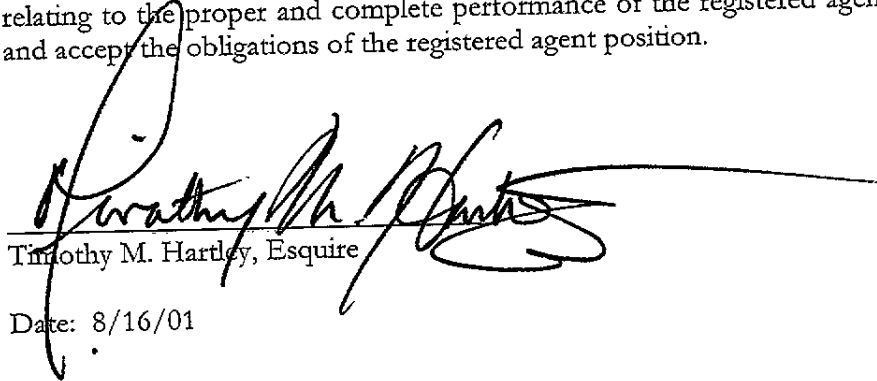
LIMITED LIABILITY COMPANY:

BEG NO MORE, LLC

REGISTERED AGENT/OFFICE:

Timothy M. Hartley, Esquire.
Suite 1000, Dadeland Centre
9155 South Dadeland Boulevard
Miami, Florida 33156

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


Timothy M. Hartley, Esquire

Date: 8/16/01

SECRETARY OF STATE
TALLAHASSEE FLORIDA

01 AUG 17 AM 9:41

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