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ACCOUNT NO. : 072100000032

REFERENCE: 020554 11504A

**AUTHORIZATION:** 

COST LIMIT: \$ 155 Odicia yeur

ORDER DATE: November 20, 2001

ORDER TIME: 4:07 PM

ORDER NO. : 020554-005

CUSTOMER NO: 11504A

CUSTOMER: Linda Fields, Legal Asst

Grand & Grand, P.a. Venture

Corporate Center
Building I, Suite 450
3440 Hollywood Boulevard

Hollywood, FL 33021

DOMESTIC FILING

NAME: SETH RUDOLPH & ASSOCIATES,

LLC

EFFECTIVE DATE:

400004690354---

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

XXX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis - EXT.

EXAMINER'S INITIALS:

I NOV 20 AM 9: 04
ECRETARY OF STATE
LAHASSEE, FLOSHOA

APPROVE AND FILED \*\*\* ,

### ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I - Name:

The name of the Limited Liability Company is:

SETH RUDOLPH & ASSOCIATES, LLC

#### ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1210 Washington Avenue, Suite #245, Miami Beach, FL 33139

#### ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

## ARTICLE IV - Management: (check and complete the appropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Seth M. Rudolph 1239 Jackson Street Hollywood, FL 33019

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

#### ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admission shall be:

Additional members may be admitted into the company on such terms and conditions as may be unanimously agreed upon by the members.

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminated the continued membership of a member in the limited liability company shall be:

APPROVED

NOV 20

By unanimous vote of the remaining members within ninety (90) days after the occurrence of an event that terminates a member's continued membership, the remaining members may continue the business.

#### ARTICLE VII - Effective Date:

The effective date of the limited liability company shall be November 23, 2001; provided that if such day be unauthorized by law, then on the next earliest day allowable pursuant to Florida law for the commencement of existence.

November 20, 2001 Date

Signature of Member

STATE OF FLORIDA ) : SS:
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 20th day of November, 2001, by Seth M. Rudolph.

Notary Print Name: Linda C. Flelds

Personally known
Or Produced Identification X

Type of Identification Produced: Driver's License

LINDA C. FIELDS

My Commission Expires Dec. 27, 2004

Commission No. CC 977876

FILED

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SECRETARY OF STATE

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 Or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: SETH RUDOLPH & ASSOCIATES, LLC
- The name and address of the registered agent and registered office are: 2. MARK S. GRAND 3440 Hollywood Boulevard Suite 450 Hollywood, FL 33021

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 statues 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.