### 2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

Secretary of State **DOCUMENT # L02000004817** 04-13-2005 90211 020 \*\*\*\*50.00 NIPOJEVE, L.L.C. Principal Place of Business Mailing Address 1791 SW 24TH STREET 7010 SOUTHWEST 48TH LANE 30005760 MIZMI, FL 33155 MIAMI, FL 33145 04062005 No Chg-LLC CR2E083 (10/03) DO NOT WRITE IN THIS SPACE 4. FEI Number 02-0567592 Applied For Not Applicable \$5.00 Additional 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent THOMAS G. SHERMAN, ESQ, P.A. DO NOT WRITE 218 ALMERIA AVE. CORAL GABLES, FL 33134 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE Filing Pee is \$50.00 Due by May 1, 2005 MANAGING MEMBERS/MANAGERS & 9. TITLE REBOUL, JEAN CLAUDE MULE 7010 SOUTHWEST 48TH LANE STREET ADDRESS MIAMI, FL 33155 C(1Y-51-782 EVELYNE REBOUL, 7010 SW 48 Lave ME NAME STREET ADDRESS FL 33155 CITY-ST-ZIP TITLE HEHBER STREET ADDRESS DO NOT WRITE CITY.ST.79 TITLE IN THIS SPACE NAME STREET ADDRESS CITY-ST-ZIP NAME STREET ADDRESS CITY-ST-77P. TITLE NAME STREET ADDRESS 11. I hereby certify that the information supplied with this filling does not quality for the exemption stated in Section 119.07(3Xi), Florida Statutes, I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as it made under out; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes. 4/06 /05 (305)88-6508 SIGNATURE:

FILED May 09, 2005 8:00 am



Department of State

I certify the attached is a true and correct copy of the Articles of Organization of NIPOJEVE, L.L.C., a limited liability company organized under the laws of the state of Florida, filed on February 28, 2002, as shown by the records of this office.

I futher certify the document was electronically received under FAX audit number H02000046374. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below

The document number of this limited liability company is L02000004817.

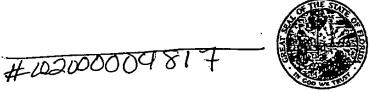
Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the Twenty-eighth day of February, 2002

Authentication Code: 002A00012344-022802-L02000004817-1/1



CR2EO22 (1-99)

Atherine Harris Katherine Harris Secretary of State



ATTACHMENT 36005740

## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 28, 2002

NIPOJEVE, L.L.C. 7010 SOUTHWEST 48TH LANE MIAMI, FL 33155

The Articles of Organization for NIPOJEVE, L.L.C. were filed on February 28, 2002, and assigned document number L02000004817. Please refer to this number whenever corresponding with this office.

In accordance with section 608.406(2), F.S., the name of this limited liability company is filed with the Department of State for public notice only and is granted without regard to any other name recorded with the Division of Corporations.

The certification you requested is enclosed. To be official, the certification for a certified copy must be attached to the original document number that was electronically submitted and filed under FAX audit number H02000046374.

A imited liability annual report/uniform business report will be due this c lice between January 1 and May 1 of the year following the calendar year the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the limited liability company address changes, it is the responsibility of the limited liability to notify this office.

Should you have any questions regarding this matter, please telephone (850) 245-6051, the Registration Section.

Agnes Lunt
Document Specialist
Division of Corporations

Letter Number: 002A00012344

#### ALIAU

# ARTCILES OF ORGANIZATION FOR NIPOJEVE, L.L.C., A FLORIDA LIMITED LIABILITY COMPANY

#### **ARTICLE I-Name:**

The name of the Limited Liability Company is:

NIPOJEVE, L.L.C.

#### **ARTICLE II- Address:**

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

7010 Southwest 48<sup>th</sup> Lane Miami, Florida 33155

ARTICLE -III-Registered Agent, Registered Office, & Registered Agent's Signature:

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

THOMAS G. SHERMAN, ESQ., P.A. 218 ALMERIA AVENUE CORAL GABLES, FLORIDA 33134

#### ARTICLE IV PURPOSE

The limited liability company shall have the authority to engage in any activity or business permitted under the laws of the United States and of the law of the State of Florida, and the law of any other jurisdiction wherein it may conduct business. This limited liability company may conduct business within or without the State of Florida anywhere in the world that it may so select.

#### ARTICLE V VOTING

Votes of the members shall be in proportion to their contributions to the capital of the limited liability company as adjusted from time to time, to properly reflect any—additional contributions or withdrawals of capital by the members.

#### ARTICLE VI-Management (Check box if applicable)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

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X The Limited Liability Company is to be managed by its members and is, therefore, a member-managed company.

#### ARTICLE VII MEMBERS

The managing member of the Limited Liability Company shall be:

1) JEAN CLAUDE REBOUL 7010 SOUTHWEST 48<sup>TH</sup> LANE MIAMI, FLORIDA 33155

And

The Members of the Limited Liability Company is:

- 2) PAUL GIRAUD 7010 SOUTHWEST 48<sup>TH</sup> LANE MIAMI, FLORIDA 33155
- 3) EVELYNE REBOUL 7010 SOUTHWEST 48<sup>TH</sup> LANE MIAMI, FLORIDA 3315

Print Name: Thomas G. Sherman Authorized Representative of a Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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 as provided for in chapter 608, F.S.

THOMAS G. SHERMAN; ESQ., P.A. REGISTERED AGENT'S SIGNATURE