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J. HARDIN PETERSON, SR. (1894-1978)

MICHAEL W. CREWS (1941-1991)
M. DAVID ALEXANDER, III

M. DAVID ALEXANDER, III
PHILIP O. ALLEN
JACK P. BRANDON
DEBRA L. CLINE
J. DAVIS CONNOR
ROY A. CRAIG, JR.
CLINTON A. CURTIS
BEN H. DARBY, JR.
JACOB C. DYKXHOORN
MICHAEL T. GALLAHER
JOSEPH A. GEARY

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October 4, 2002

KRISTEN B. KIEFFER KEVIN C. KNOWLTON CEDRIC E. LEWIS DOUGLAS A, LOCKWOOD, III WILLIAM M. MIDYETTE, III DAVID A. MILLER CORNEAL B. MYERS E. BLAKE PAUL KELLY J. POLLOCK ROBERT E. PUTERBAUGH THOMAS B. PUTNAM, JR. DEBORAH A. RUSTER STEPHEN R. SENN ANDREA TEVES SMITH KEITH H. WADSWORTH ERRY M. WILSON

SECRETARY OF STATALLAHASSEE, FLOR

FILED 7:5

VIA FEDERAL EXPRESS

Mr. Buck Kohr Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

RE: DAY TRIPPER YEAH, LLC

Dear Mr. Kohr:

700008237197--5 -10/07/02--01047--021 ****155.00 ****155.00

Pursuant to your telephone conversation with my secretary today, enclosed for filing please find the following:

- 1. Articles of Organization for Day Tripper Yeah, LLC.
- 2. Statement by Registered Agent.

I am also enclosing this firm's check in the amount of \$155.00 made payable to the Florida Department of State covering the filing fee and the cost of a certified copy.

After the documents have been filed, please return a certified copy of the Articles to me in the self-addressed, stamped envelope that is provided.

CF -125 CERY 30 Mr. Buck Kohr October 4, 2002 Page Two

If you have any questions, please feel free to contact me at (863) 294-3360. Thank you for your assistance.

Sincerely,

Thomas B. Putnam, Jr.

TBP/jh Enclosures

xc: Mr. Haim M. Zukerman, w/enclosures =

ARTICLES OF ORGANIZATION FOR

DAY TRIPPER YEAH, LLC, A Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and bursuaht too

Chapter 608, Florida Statutes, the Florida Limited Liability Company under and pursuant to Chapter 608, Florida Statutes, the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such Company:

ARTICLE I Name

The name of this Company shall be DAY TRIPPER YEAH, LLC.

ARTICLE II <u>Duration</u>

The term of existence of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE III Mailing Address

The mailing address is 20533 Biscayne Boulevard, #494, Aventura, Florida 33180. The street address is 20533 Biscayne Boulevard, #494, Aventura, Florida 33180.

ARTICLE IV Registered Agent and Office

The name and street address of the initial registered agent and office for this Company is as follows: Haim M. Zukerman, 20533 Biscayne Boulevard, #494, Aventura, Florida 33180.

ARTICLE V Admission of Additional Members; Terms and Conditions of such Admissions

Additional Members may be admitted upon unanimous consent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of this Company.

ARTICLE VI Right to Continue Business

If, but for the exercise of the right to continue the Company's business, as specified below, the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, shall cause the dissolution of the Company, then the business of the Company shall continue (without dissolution) if elected in writing within ninety (90) days of the occurrence of such event by any remaining Member.

ARTICLE VII Management by Members

The Company will be managed by its Member(s). The name and address of the initial Managing Member is: Haim M. Zukerman, 20533 Biscayne Boulevard, #494, Aventura, Florida 33180.

ARTICLE VIII Operating Agreement of Company

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

ARTICLE IX Informal Action of Members

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting and filed with the Company as part of its records.

ARTICLE X <u>Transferability of Member's Interest</u>

An interest of a Member of this Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this day of October, 2002. Thomas B. Putnam, Jr., as the **Authorized Representative of** Haim M. Zukerman STATE OF FLORIDA COUNTY OF POLK The foregoing instrument was acknowledged before me this 4th day of October, 2002, by Thomas B. Putnam, Jr., as the Authorized Representative of Haim M. Zukerman, who is personally known to me or [] produced as identification. (SEAL) Print Name of Notary MY COMMISSION # CC976278 EXPIRES My Commission Propines in November 19, 2004

STATEMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company, 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 in Chapter 608, Florida Statutes.

/s/ Haim M. Zukerman

HAIM M. ZUKERMAN

02 0CT -7 M 7: 50
SECKLIAGE OF STATE
ANALYSEE EL DORA

H:\HOME\JSH\CORP\daytripperllc.WPD