

LO2000031743

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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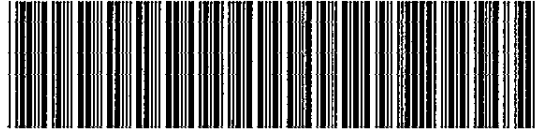
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LO2-31743

OK

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VALIDATION ONLY

Norman D. Kaplan

Requestor's Name

1770 W OAK PARK

Address

Sunrise, FL 33351

City

State

ZIP

Phone

954-742-3001

CORPORATION(S) NAME

FUN Sweets Limited Liability Company

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- Profit
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ARTICLES OF ORGANIZATION
FOR
FUN SWEETS LIMITED LIABILITY COMPANY

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ARTICLE I
NAME

The name of this Limited Liability Company shall be **FUN SWEETS LIMITED LIABILITY COMPANY** (hereinafter referred to as the "Company").

ARTICLE II
DURATION

This Limited Liability Company shall have perpetual existence, until dissolved in a manner provided by law, or as provided in the Operating Agreement of the Company.

ARTICLE III
PURPOSES and POWERS

3.01. In addition to the powers authorized by the laws of the State of Florida for Limited Liability Companies, the general nature of the business or businesses to be transacted, and which the Company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm association, or corporation carrying on any kind of business of a similar nature to that which this Company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any

domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the Limited Liability Company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of Limited Liability Companies.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

3.02. The several clauses contained in this statement of the general nature of the business of businesses to be transacted shall be construed as both purposes and powers of this Company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

3.03. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting or purporting to authorize or permit the Company to carry on any business, exercise any power, or do any act which a Limited Liability Company may not, under Florida laws, lawfully carry on, exercise, or do.

3.04. All Company powers shall be exercised by, or under the authority of, and the business and affairs of the Company shall be managed under the direction of the members of the Company.

3.05. This Article may be amended from time to time in accordance with the Operating Agreement of the Company by a unanimous vote of the members of the Company.

ARTICLE IV PRINCIPAL OFFICE

The mailing address and the street address of this Company shall be: 3671 23 Avenue South, Lake Worth, Florida 33461.

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ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE

The Initial registered agent for this Limited Liability Company and the street address for the initial registered agent is:

MITCHELL ALLEN
7365 N.W. 60th Lane
Parkland, Florida 33067.

ARTICLE VI
ADDITIONAL MEMBERS

This Company may admit additional members subject to approval by a unanimous vote of all the existing members.

ARTICLE VII
INITIAL MANAGERS

This Limited Liability Company shall be managed by three (3) or more managers. This Company shall initially have three (3) managers. The number of managers of this company may be changed in accordance with the Operating Agreement of the Company. The names of the initial managers are as follows:

DAVID DAYAN
PATRICK FULCO
SEYMOUR ROSENTHAL,

The initial managers shall serve until the first annual meeting of members, or until his or her or their successor is elected and qualified, or until resignation.

ARTICLE VIII
REGULATIONS

The regulations of this Company may only be adopted, amended, altered or repealed by a unanimous vote of the members.

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**ARTICLE IX
AMENDMENT**

This Company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act and all amendments thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 15 day of November, 2002.

FUN SWEETS, INC.
[Signature]

By: Authorized Representative of a Member

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STATE OF FLORIDA }
 } §§:
COUNTY OF BROWARD }

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State of Florida and County of Broward, to take acknowledgments personally appeared Patrick Ailes to me known to be the person described as subscriber to the foregoing Articles of Organization and who executed the same, and acknowledged before me that he subscribed to those Articles of Organization.

WITNESS my hand and official seal in the County and State named above this 15 day of November 2002.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**


The name of this Limited Liability Company is:

FUN SWEETS LIMITED LIABILITY COMPANY

and pursuant to the provisions of Section 608.415, Florida Statutes, the name and address of the registered agent and office is designated to be as follows: **MITCHELL ALLEN, 7365 N.W. 60th Lane, Parkland, Florida 33067.**

I, Mitchell Allen, having been named registered agent and to accept service of process for the above-named 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.

Dated: This 15th day of November 2002.



Mitchell Allen
7365 N.W. 60th Lane
Parkland, Florida 33067

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