

LD200 0033452

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200009521412

12/17/02--01062--008 **160.00

DEC 17 11:39:21
SECURITY ALE
111 ADP/ST/CP/IDA

AND
FILE

JB
12-18-02

BRUCE L. FINEMAN

ATTORNEY AT LAW

2255 GLADES ROAD
SUITE 324 ATRIUM, PMB 1031
BOCA RATON, FL 33431
Boynton Beach Office # (561) 752-9307
Boynton Beach Fax # (561) 752-9219

Mailing Address:
P.O. Box 741653
Boynton Beach, FL 33474-1653
South Broward #: (954) 749-1384
e-mail: brucelfineman@usa.net

December 16, 2002

REGISTRATION SECTION
DIVISION OF CORPORATIONS
State of Florida
409 East Gaines Street
Tallahassee, FL 32399
(850) 245-6051

Re: Registration of BAM DEVELOPMENT, LLC

I am forwarding the Articles of Organization of BAM DEVELOPMENT, LLC.

Also enclosed is my check number 6707 in the amount of 160.00 representing the following fees:

Filing Fees for Articles of Organization	\$100.00
Designation of Registered Agent	\$25.00
Certified Copy of Articles	\$30.00
Certificate of Status	\$5.00
TOTAL	\$160.00

Sincerely,



Bruce L. Fineman

02 DEC 17 AM 9:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF
BAM DEVELOPMENT, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company pursuant to Florida Statute 608, under the laws of the State of Florida, which provides for the formation of and the rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles of Organization, shall serve as the Charter and authority for the conduct of the business of the limited liability company.

ARTICLE 1: NAME: The name of the limited liability company shall be:

BAM DEVELOPMENT, LLC.

ARTICLE 2; ADDRESS: The initial mailing address and street address of the principal office of the company is:

BAM DEVELOPMENT LLC
c/o ARNIE GLASS
6570 Arno Way
Boynton Beach, FL 33437

ARTICLE 3; INITIAL REGISTERED OFFICE AND AGENT: The name and street address of the initial registered agent of the company in the state of Florida are:

ARNOLD GLASS
6570 Arno Way
Boynton Beach, FL 33437

ARTICLE 4; DURATION: The company shall commence its existence on December 12, 2002 at 9:00 o'clock a.m., and shall exist in perpetuity unless the company is dissolved earlier as provided in these articles of organization, in the regulations as may be adopted by the members from time to time, or otherwise as provided by law.

ARTICLE 5; CAPITAL CONTRIBUTIONS: The members of the company shall each contribute to the capital of the company the amount of \$90,000.00 cash. Additional contributions will be made as required for investment and operating purposes, as determined by unanimous consent of the members. Members will make additional contributions in equal shares, unless otherwise agreed to by unanimous consent of the members or as otherwise permitted by these Articles or regulations promulgated for the company.

ARTICLE 6; ADMISSION OF NEW MEMBERS: No additional members shall be admitted to the company except with the unanimous written consent of all the company and on

02 DEC 17 AM 9:21
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

such terms and conditions as shall be determined by all the members. Contributions required of new members shall be determined as of the admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all the members.

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

If a member is permitted to transfer his or her interest in the company by unanimous consent of the members, the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent of those members not seeking to transfer their interest.

ARTICLE 7; MEMBERS' RIGHT TO CONTINUE BUSINESS: The company shall be dissolved on the death, bankruptcy, or dissolution or a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE 8; MANAGEMENT: MEMBER MANAGEMENT: The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. The regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

MICHAEL A. TANNENHOLZ
6790 Garde Road
Boynton Beach, FL 33437

ARNOLD GLASS
6570 Arno Way
Boynton Beach, FL 33437

ROBERT KAPLOWITZ
6670 Garde Road
Boynton Beach, FL 33437

ARTICLE 9; EXERCISE OF POWERS: All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE 10: PURPOSES AND POWERS: This limited liability company is formed for the purpose of engaging in any activity or business authorized under the laws of the State of Florida Limited Liability Company Act, Florida Statute 608. The company shall have the power to do all acts incidental to any business it engages in, including but not limited to the purchase or otherwise acquire, undertake, carry on, improve, or develop 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 limited liability company is authorized to carry on, pursuant to the

02 OCT 17 AM 9:21
AND
FILED
RECEIVED
CLERK OF DISTRICT COURT
NASSAU COUNTY, FLORIDA

provisions of these Articles; and to hold, utilize and in any manner dispose of the rights and property so acquired.

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.

To exercise any and all 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 corporation, 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 for profit.

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.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability 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.

ARTICLE 11: PROFITS AND LOSSES: (a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits specified as follows:

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of the business of the limited liability company the month and day of the commencement date being December 10, 2002, at 9:00 o'clock a.m..

(b) Losses; All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business or if these sources are in sufficient to cover such losses, by the members in equal shares.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of BAM Development, LLC.

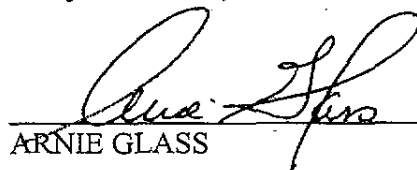
ARTICLE 12: DEATH OF MEMBER: In the event of the death of any of the members, the remaining members shall have six months to purchase the interest of the deceased member,

02 DEC 17 AM 9:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


any expenses arising during that time, which would otherwise be paid by the deceased member, shall be paid by the limited liability company or the remaining members and deducted from the purchase price of the interest of the deceased partner.

ARTICLE 13: AMENDMENT: These article may be amended by unanimous vote of the members or as otherwise provided by law.

IN WITNESS WHEREOF the undersigned organizer has made and subscribed these articles of organization on behalf of the members at Boynton Beach, Florida on December 12, 2002.


ARNIE GLASS

SWORN AND SUBSCRIBED, to before me this 12th day of December 2002.

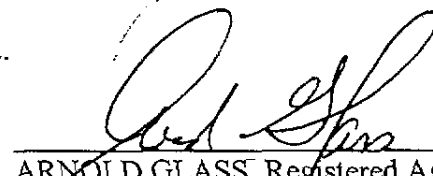
 Bruce L. Fineman
My Commission CC883212
Expires October 26, 2003


Notary Public; BRUCE L. FINEMAN

ACCEPTANCE OF REGISTERED AGENT

Having been named as 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 I 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, Florida Statutes.

Accepted this 12th day of December 2002.


ARNOLD GLASS, Registered Agent

02 DEC 17 AM 9:21
CLERK OF COURT
STATE OF FLORIDA

FILED
AND
FILED