

Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number : (850)205-0383

From:

Account name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 : (305) 634-3694 Phone

Fax Number : (305)633-9696

LIMITED LIABILITY COMPANY

railway 21 warehouse group, llc

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE 1 - Name

The name of the Limited Liability Company is:

RAILWAY 21 WAREHOUSE GROUP, LLC

ARTICLE II - Address

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

15499 West Dixie Highway, North Mlami Beach, Florida

ARTICLE III- Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual or until members shall choose to dissolve this limited liability company

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

() The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are:

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(X) The Limited Liability company is to be managed by the members and the names and addresses of the managing members are:

JOHN KURZMAN - 15499 W. DIXIE HWY NORTH MIAMI BEACH, FL 33162

RHODA KURZMAN - 15499 W. DIXTE HWY NORTH MIAMI BEACH, FL 33162

ARTICLE V - Admireton of Additional Members:

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

New members shall be admitted only with the 100% approval of all the existing members.

Prepared by: Michael J. Kartman, enq. 601 Brickell Key Drive Rta. 401 Mianal Florida 33131 Florida Reg # 814342

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ARTICLE VI - Members Rights to Continue Business:

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 terminates the continued membership of a member in the limited liability company shall be:

Management of the Company shall be vested in all of its Members, who shall manage the Company solely in their capacity as Members of the Company. In the event of loss of one member for any reason, as listed above, the remaining members shall have all rights to continue all manner of business for this company.

Signature of a member or an authorized representative of a member.

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

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Prepared by: Michael J. Kurzman, esq. 601 Brickell Key Drive Ste. 401 Miant, Fjorida 33131 Florida Bar & 814342

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA SATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDAD

1. The name of the limited liability company is:

RAILWAY 21 WAREHOUSE GROUP, LLC

2. The name and the Florida street address of the registered agent is:

RHODA KURZMAN 15499 WEST DIXIE HIGHWAY NORTH MIAMI BEACH, FLORIDA 33162

Having been named as registered agent and to accept service of process for the above nated 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 matutes relating to the proper and complete performance of my dicties and I am familiar with and accept the obligations of my position as registered agent

RHODA KÜRZMAN

Proposed by: Michael J. Karzman, esq. 601 Brickoli Key Drive Sta. 401 Mismi, Florida 33131 Florida Bar # 814342

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