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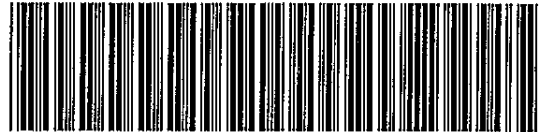
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LAW OFFICES

**FRANK E. AMSALEM, P.A.**

777 ARTHUR GODFREY ROAD  
SECOND FLOOR  
MIAMI BEACH, FLORIDA 33140

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FRANK E. AMSALEM

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**TRANSMITTAL LETTER**

January 7, 2003

Department of State  
Division of Corporations  
Post Office 6327  
Tallahassee, Florida 32314

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: United Development, L.L.C.

Enclosed please find an original and one (1) copy of the articles of organization and a check for:

☐ \$125.00  
Filing Fee

☐ \$130.00  
Filing Fees  
& Certificates

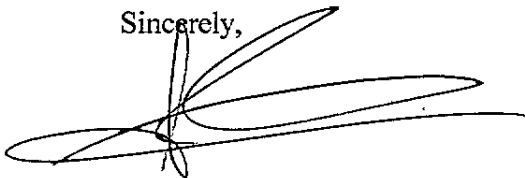
☐ \$155.00  
Filing Fee  
& Certified Copy

☒ \$160.00  
Filing Fee  
Certified Copy  
& Certificate

Please provide the original and one copy of the articles.

Should you have any questions, please feel free to contact the undersigned at any time.

Sincerely,



Frank E. Amsalem, Esq.

FEA/fa  
Encl.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
UNITED DEVELOPMENT, L.L.C.**

The undersigned member(s)/manager(s), for the purpose of forming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of Limited Liability Companies adopt the following articles of organization:

**ARTICLE I. NAME**

The name of the limited liability company shall be: **UNITED DEVELOPMENT, L.L.C.**

**ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS**

The mailing address of the limited liability company's initial principal office shall be **777 Arthur Godfrey Road, Second Floor, C/o Frank Amsalem, Esq., Miami Beach, FL 33140.**

The street address of the limited liability company's initial principal office shall be: **910 Bay Drive. Apt. #33, Miami Beach, FL 33141.**

**ARTICLE III. 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 IV. MANAGEMENT**

This limited liability company shall be managed by one manager. The name(s) and address(es) of the person(s) who shall serve until the first annual meeting of members or until a successor(s) who is as follows: **Romain Pigeon, 910 Bay Drive. Apt. #33, Miami Beach, FL 33141.**

## ARTICLE V. MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of the new members shall be determined as of the time of 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 the majority of members.

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

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## ARTICLE VI. DURATION

The limited liability company shall exist until **December 31, 2060**, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

## ARTICLE VII. PURPOSE

The purpose of the corporation is to perform any and all acts, transactions, etc. relative to the purchase and sale of the property located at **7970 Hawthorne Ave., Miami Beach, FL 33141**. Any and all sums advanced to the company by Fabrice Mazureau shall be reimbursed to the later prior to any and all distribution between the members.

## ARTICLE VIII. MEMBERSHIP

The members of the company and their prorata interest in the company are as follows:

1. **Romain Pigeon**, 910 Bay Drive. Apt. #33, Miami Beach, FL 33141 (**49%**).
2. **Saint Sulpice USA, Corp.**, 910 Bay Drive. Apt. #33, Miami Beach, FL 33141 (**51%**).

## ARTICLE IX. REGISTERED OFFICE AND AGENT

The name and the street address of the initial registered agent of the limited liability company shall be: **Romain Pigeon, 910 Bay Drive. Apt. #33, Miami Beach, FL 33141**.

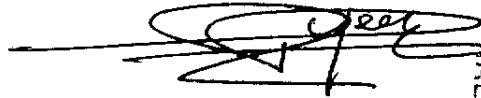
The undersigned, being one of the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **UNITED DEVELOPMENT, L.L.C.**



January 7, 2003

\_\_\_\_\_  
Romain Pigeon

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..



Dated: 7 January, 2003

\_\_\_\_\_  
Romain Pigeon

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