

JAN. 31. 2003 10:05AM ns

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Florida Department of State  
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Fax Number : (850) 205-0383

From: Account Name : THE KLEINFELD LAW FIRM  
Account Number : I20020000152  
Phone : (305) 375-9515  
Fax Number : (305) 358-6541

**LIMITED LIABILITY COMPANY**

**TRISTAR INVESTMENTS, LLC**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION  
OF  
TRISTAR INVESTMENTS, LLC**

03 JAN 31 PM 3:06  
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**ARTICLE I – NAME OF COMPANY**

The name of the limited liability company is **TRISTAR INVESTMENTS, LLC** (the “Company”).

**ARTICLE II – DURATION**

The period of duration of the Company shall be perpetual from the date of the issuance of the Articles of Organization by the State of Florida.

**ARTICLE III - PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of the Company is 227 Michigan Avenue, Suite 505, Miami Beach, Florida 33139.

**ARTICLE IV – REGISTERED AGENT AND OFFICE**

The name and Florida street address of the Company’s registered agent is Eugenio Verzili, 227 Michigan Avenue, Suite 505, Miami Beach, Florida 33139

**ARTICLE V – MANAGEMENT BY MANAGER(S)**

The Company is to be managed by one or more managers and is therefore a Manager-Managed company.

The name of the initial Manager and his address is:

Eugenio Verzili  
227 Michigan Avenue  
Suite 505  
Miami Beach, Florida 33139

**ARTICLE VI – MEMBER(S)**

The Company shall have at least one member. The Company may admit additional members in accordance with the provisions of the Operating Agreement of the Company.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member

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pursuant to the provisions of the Operating Agreement shall terminate the Company, unless the remaining members shall agree pursuant to the provisions of the Operating Agreement to continue the business of the Company, in which event, the Company shall not so terminate.

Organizer

IN WITNESS WHEREOF, the undersigned ~~Incorporator~~ has executed the Articles of Organization on this 28<sup>th</sup> day of January 2003.

Organizer & Authorized Representative  
INCORPORATOR: a Member

  
Michael Rosenbaum

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TALLAHASSEE, FLORIDA

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

FURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Company is **TRISTAR INVESTMENTS, LLC.**
2. The name and address of the registered agent is **Eugenio Verzili, 227 Michigan Avenue, Suite 505, Miami Beach, Florida 33139.**

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent.*



**EUGENIO VERZILI**

FILED  
JAN 31 2003  
TALLAHASSEE  
STATE OF FLORIDA