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LAW OFFICES GELB & SPATZ

3400 SOUTHWEST, THIRD AVENUE MIAMI, FLORIDA 33145

MONROE GELB
CARL A SPATZ

MIAMI (305) 856-0233 BROWARD 1 (888) 698-8483 FAX NO. (305) 856-9116

March 11, 2003

Secretary of State Division of LLC's 409 East Gaines Street Tallahassee, Florida 32399

Re: K&R Investment Group, LLC

Dear Sir or Madam:

In reference to the captioned LLC, please find enclosed herewith the following:

- 1. Original and an executed copy of the Articles of Organization.
- 2. Duly executed designation of Registered Agent.
- 3. A check made payable to the Division of LLC's in the sum of \$155.00 for the following:

Filing Fee for Amendment \$100.00

Certified copy of Articles of Organization 30.00

Certificate of Statute showing Name change \$25.00

TOTAL \$155.00

Please return to the undersigned a certified copy of the Articles of Incorporation in the envelope enclosed for your convenience.

Very truly yours,

GELB & SPATZ

Carl A Spatz

CAS/bd Encl.

ARTICLES OF ORGANIZATION OF K&R INVESTMENT GROUP, LLC

The undersigned certifies that I am executing and filing these Articles 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 for profit. I further declare that the following Articles shall serve as the Charter and authority for the conduct of the business of the Limited Liability Company.

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of the Limited Liability Company shall be K&R INVESTMENT GROUP, LLC and its principal office shall be located at 9990 N.W. 27th Terrace, Miami, Florida 33172 which shall comprise its street and mailing address, but the Company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II PURPOSES AND POWERS

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 Limited Liability 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.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers which 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 by 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 member whose title shall be "Managing Member". The name and address of the person who shall serve until his successor is elected and qualified is as follows: Edward Hassan, 9990 N.W. 27th Terrace, Miami, Florida 33172.

ARTICLE V MEMBERSHIP RESTRICTIONS

- 1. No person may be admitted as a member unless a majority-in-interest of the members consent in writing to the admission of the additional member.
- 2. A member's interest in the limited liability company may not be sold or otherwise transferred except with written consent of a majority in interest of members.
- 3. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminate the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business upon the consent of a majority in interest of the remaining members.

ARTICLE VII INITIAL REGISTERED AGENT

The initial registered agent shall be Maria E. Hassan whose street address is 9990 N.W. 27th Terrace, Miami, Florida 33172.

The undersigned being the original sole members of the limited liability company certify that this instrument constitutes the proposed Articles of Organization of K&R INVESTMENT GROUP, LLC.

Executed by the undersigned at this _____ day of March, 2003

MARIAE, HASSAN, Member

ROBERT HASSAN, Member

Business/llc/k&r/articles

STATEMENT DESIGNATING REGISTERED AGENT OF K&R INVESTMENT GROUP, LLC

State of Florida)ss
County of Miami-Date)

Pursuant to the provisions of Sections 608.415 and 608-407(1) (c) of the Florida Limited Liability Company Act, the Limited Liability Company identified below submits the following statement designating its registered office and registered agent in the State of Florida:

- 1. The name of the limited liability company is K&R Investment Group, LLC.
- 2. The name of the registered agent of K&R Investment Group, LLC is Maria E. Hassan and the street address of the company's principal officer where the agent is located is 9990 N.W. 27th Terrace, Miami, Florida 33172.
- 3. This statement is to acknowledge that, as indicated above, K&R Investment Group, LLC appointed me, Maria E. Hassan as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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: March _____, 2003

MARIA E. HASSAN REGISTERED AGENT

The foregoing instrument was acknowledged before me this _____ day of March, 2003 by Maria E. Hassan, as registered agent on behalf of K&R Investment Group, LLC a Limited Liability Company. She is personally known to me or has produced as identification______

NOTARY PUBLIC, STATE OF FLORIDA

CALL A.SIA72

rinted name of Notary

My Commission Expire