

L03000012609

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

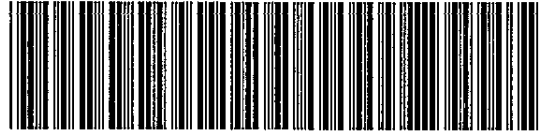
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200014933922

04/08/03--01064--011 \*\*155.00

03 APR -3 AM 10:49

RECEIVED

W24/8

03 APR -8 PM 2:19

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



UCC FILING & SEARCH SERVICES, INC.  
 526 East Park Avenue  
 Tallahassee, Florida 32301  
 (850) 681-6528

**HOLD**  
 FOR PICKUP BY  
 UCC SERVICES  
 OFFICE USE ONLY

April 8, 2003

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**  
 Cristelle 6-B, L.L.C.

**Filing Evidence**

- Plain/Confirmation Copy
- Certified Copy

**Type of Document**

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

**Retrieval Request**

- Photocopy
- Certified Copy

FILED STATE  
 SECRETARY OF  
 CORPORATIONS  
 03 APR 8 PM 2:19  
 DIVISION OF

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES OF ORGANIZATION FOR THE CRISTELLE 6-B, L.L.C.  
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE I - NAME

The name of this Limited Liability Company is "THE CRISTELLE 6-B, L.L.C."

ARTICLE II - DURATION/CONTINUATION

The period of this Limited Liability Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

03 APR - 20  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
FILED OF STATE  
CORPORATIONS  
PM 2: 20

ARTICLE III - ADDRESS

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

1700 South Ocean Blvd., Unit 6-B  
Lauderdale-by-the-Sea, Florida 33062

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office for this company is as follows:

Thomas M. Wich, Esq.  
Wich, Wich & Wich, P.A.  
2400 E. Commercial Blvd., Suite 620  
Ft. Lauderdale, FL 33308

ARTICLE V  
ADMISSION OF ADDITIONAL MEMBERS;  
TERMS AND CONDITIONS OF SUCH ADMISSIONS

Additional Members may be admitted upon the approval of majority of the Members of the Company, upon the written application of such new Member.

ARTICLE VI  
RIGHT TO CONTINUE BUSINESS

The remaining members may 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.

ARTICLE VII  
MANAGEMENT OF COMPANY

Management of the company is reserved to the Members. The names and addresses of the Managerial Member is:

ALLAN KARP  
1700 South Ocean Blvd., Unit 6-B  
Lauderdale-by-the-Sea, Florida 33062

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
03 APR - 8 PM 2:20

ARTICLE VIII  
AMENDMENT TO ARTICLES OF ORGANIZATION

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

ARTICLE IX  
REGULATIONS OF COMPANY

The power to adopt, alter, amend or repeal the regulations the Limited Liability Company shall be vested in the Members unless vested in the Manager of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s). Contributions have been made by the members in the following percentages:

ALLAN KARP, One Hundred percent (100%)

Profits and losses shall be allocated in these stated percentages.

ARTICLE X  
INFORMAL ACTION OF MEMBERS

Any action of the Members may be taken without a meeting if

FILED STATE  
SECRETARY OF CORPORATIONS  
03 APR - 8 AM 2:20

consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote such action at a meeting (and filed with the Manager of the Company as part of its records).

ARTICLE XI  
CONTRACTING DEBT

Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the Manager or if managed by the Members, by any Member of this Company, unless otherwise provided herein.

ARTICLE XII  
TRANSFERABILITY OF MEMBER'S INTEREST

An interest of a Member of this Limited Liability Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this Limited Liability Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
APR - 8 PM 2:20

ARTICLE XIII  
WITHDRAWAL OR REDUCTION OF MEMBER'S CONTRIBUTIONS TO CAPITAL

A. A Member shall not receive out of the Company property any part of his or its contribution to capital until:

1. All liabilities of the company, except liabilities to members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them;

2. The consent of all Members is obtained, unless the return of the contributions to capital may be rightfully demanded or

3. These Articles of Organization are cancelled or amended as to set out the withdrawal reduction.

B. A Member shall be entitled to the return of his or its contribution in the manner provided for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 26th day of March, 2003.

ALLAN KARP, Member

  
By ALLAN KARP, Member

FILED  
SECRETARY OF CORPORATIONS  
DIVISION  
MAR 26 2003  
8 20  
P.M.

## Exhibit A

Condominium Unit 6-B, of the CRISTELLE, a CONDOMINIUM, according to the Declaration of Condominium thereof, as recorded in Official Records Book 27322, Page 82, of the Public Records of Broward County, Florida.

Parcel Identification Number: 9307-CE-0140

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 APR -8 PM 2:20



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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, the UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

THE CRISTELLE 6-B, L.L.C.,

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

**THOMAS M. WICH, ESQUIRE  
2400 East Commercial Boulevard  
Suite # 620  
Fort Lauderdale, Florida 33308**

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.

\_\_\_\_\_  
THOMAS M. WICH

4/2/03  
\_\_\_\_\_  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 APR 8 PM 2:20