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DIVISION OF REGISTRATION

LO3-18093

CR



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 099672 134074A

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 125.00

ORDER DATE : May 20, 2003

ORDER TIME : 9:54 AM

ORDER NO. : 099672-005

CUSTOMER NO: 134074A

CUSTOMER: Brian L. Lipshy, Esq
Saraga & Lipshy, P.a.

201 Northeast First Avenue

Delray Beach, FL 33444

DOMESTIC FILING

NAME: PMK HOLDINGS III, LLC

EFFECTIVE DATE:

☐ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☒ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
PMK HOLDINGS III, LLC
LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles of Organization ("Articles"), hereby certifies that:

ARTICLE I - Name:

The name of the limited liability company is "PMK HOLDINGS III, LLC" (the "Company").

ARTICLE II - Address:

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

335 S.W. 15th Avenue
Pompano Beach, FL 33069

ARTICLE III - Duration:

The period of duration for the Company shall be **Perpetual**.

ARTICLE IV - Management:

The Company is to be managed by the member ("Member") who is as follows:

Paul Hershkowitz
335 S.W. 15th Avenue
Pompano Beach, FL 33069

ARTICLE V - Admission of Additional Members:

The right, if given, of the Member to admit additional members and the terms and conditions of the admissions shall be governed by the Operating Agreement of the Company.

ARTICLE VI - Members' Rights to Continue Business:

The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of Member or the occurrence of any other event which terminates the continued membership of a member in the Company shall be governed by the Operating Agreement adopted by the members.

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ARTICLE VII - Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VIII - Indemnification

The Company shall indemnify, and advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was a managing member of the Company or is or was serving at the request of the Company as a member, director or officer of another corporation or limited liability company. Unless otherwise expressly prohibited by the Act, and except as otherwise provided in the foregoing sentence, the members of the Company shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he is or was an employee or agent of the Company, or is or was serving at the request of the Company as an employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a managing member of the Company, or any person who is or was serving at the request of the Company as a director or officer or member of another company, corporation, no employee or agent of the Company may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE XIV - OPERATING AGREEMENT

Any and all Operating Agreements of the Company must be in writing and signed by all members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledge them to be my act this 19 day of May 2003

By: 

Paul Hershkowitz

Signature of a member or 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 perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.413 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: **PMK Holdings III, LLC**
2. The name and address of the registered agent and office is:

Paul Hershkowitz
335 S.W. 15th Avenue
Ft. Lauderdale, FL 33069

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, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of our position as registered agent.

By: Paul Hershkowitz
Paul Hershkowitz

Date: May 19, 2003

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Paul Hershkowitz, and who is personally known to me or who did furnish _____ for identification, and who acknowledged executing the foregoing Designation and Acceptance as Registered Agent, freely and voluntarily for the purposes therein stated.

WITNESS my hand and official seal in the County and State last aforesaid this ____ day of May 2003.



Marjorie Valdivia
My Commission DD185549
Expires February 3, 2007

(Seal)

Marjorie Valdivia
NOTARY PUBLIC
Printed Name of Notary

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STATE OF FLORIDA