

LO3 0000 31278



Laurence A. Herrup, CPA, PA
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Miami Beach, FL 33141

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

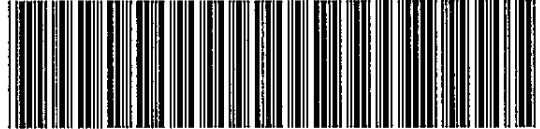
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC 16 AM 11:54

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November 19, 2003

Florida Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

Re: 524 Ocean Drive LLC

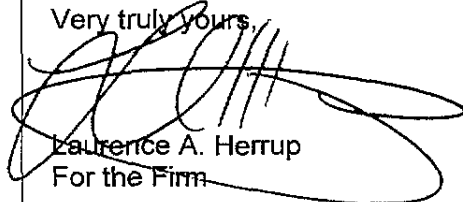
To Whom It May Concern:

Enclosed is a duly executed Waiver of Notice and Minutes of Special Meeting of Members of 524 Ocean Drive LLC dated September 22, 2003. These minutes reflect the change in managers from Sabah Nissan to Ashley Meehan.

We respectfully request that your web site be updated to reflect such change.

Thank you in advance for your assistance and if you have any questions, please contact the undersigned.

Very truly yours,



Laurence A. Herrup
For the Firm

Enclosure: as stated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FROM : TEASERS

FAX NO. : 3055386624

Dec. 10 2003 10:14AM P1

Date: 12/10/2003 Time: 10:14:11

From: Laurence A Herrup 3058000078 To: JAG



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 1, 2003

LAURENCE A HERRUP CPA PA
326 71ST STREET
MIAMI BEACH, FL 33141

SUBJECT: 524 OCEAN DRIVE, LLC
Ref. Number: L0300003-278

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TALLAHASSEE, FLORIDA

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We have received your document for 524 OCEAN DRIVE, LLC, however, upon receipt of your document no check was enclosed. Please turn a check or money order payable to the Department of State for \$25.00.

There is a balance due of \$25.00

Please return your document along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-8097.

Marsha Thomas
Document Specialist

Letter Number: C03A00064406

WAIVER OF NOTICE AND MINUTES OF SPECIAL MEETING OF MEMBERS
OF
524 OCEAN DRIVE, LLC

03 DEC 16 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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The special meeting of members of 524 Ocean Drive, LLC was called to order on the 22 day of September, 2003, at 524 Ocean Drive, Miami Beach, Florida 33139, by JEFFREY M. PERLOW, as Manager of Boniventure, LLC, member of 524 Ocean Drive, LLC, who agreed to act as secretary of the meeting.

The secretary then noted that this Special Members Meeting called by the Member of 524 Ocean Drive, LLC pursuant to the Operating Agreement of 524 Ocean Drive, LLC for the purpose as hereinafter provided. The secretary of the meeting was recognized and reported that notice requirements pursuant to the operating agreement of 524 Ocean Drive, LLC had been complied with.

The secretary, then called the roll, using the member lists compiled for 524 Ocean Drive, LLC. All members were either in attendance at the meeting or else signed and executed the within document, indicating their waiver of the notice of the meeting and their ratification of the actions taken at the meeting. The secretary found the following member entitled to vote in person or by proxy constituted a quorum pursuant to operating agreement of 524 Ocean Drive, LLC :

BONIVENTURE, LLC

524 Ocean Drive, LLC's Member, Boniventure, LLC, through its Manager, Jeffrey M. Perlow, declared the meeting to be in compliance with Florida law and that the purpose of the special meeting was to address the following matters:

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TALLAHASSEE, FLORIDA


- (a) Acceptance of Resignation of Sabah Nissan as Manager of 524 Ocean Drive, LLC effective immediately.
- (b) Election of manager(s) for the current year.

With respect to the first order of business regarding the resignation of Manager of 524 Ocean Drive, LLC, the resignation of Sabah Nissan was acknowledged and accepted effective immediately.

With respect to the second order of business regarding the election of manager(s) from this date forward, Ashley G. Meehan was nominated for office and unanimously elected to the position of Manager for 524 Ocean Drive, LLC effective immediately. The vote of the members at the meeting were in accordance with the Operating Agreement of 524 Ocean Drive, LLC and Ashley G. Meehan was duly elected.

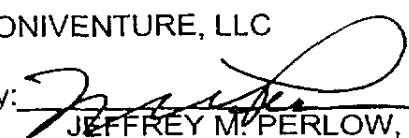
There being no further business to come before the meeting, the Manager and Member announced that the Special Meeting of Members of 524 Ocean Drive, LLC was ADJOURNED.

DATED: 9/22/03



 JEFFREY M. PERLOW, MANAGER OF
 BONIVENTURE, LLC
 SECRETARY OF THE MEETING

We, the undersigned members, do hereby waive any notice required with respect to said meeting and do hereby ratify and confirm the above actions taken at said meeting.

BONIVENTURE, LLC
 By: 

 JEFFREY M. PERLOW, MANAGER

The undersigned hereby acknowledges acceptance of appointment as Manager of

524 OCEAN DRIVE, LLC



ASHLEY G. MEEHAN

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