

# L03000032526

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000263457 1)))

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page.  
Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)634-3694  
Fax Number : (305)633-9696

RECEIVED  
03 AUG 29 AM 7:52  
DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**TENOR, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

03 AUG 28 PM 9:42  
STATE OF FLORIDA  
DIVISION OF CORPORATION

5-29-0

H030000263457

(4)

ARTICLES OF ORGANIZATION

FOR

TENOR, LLC

ARTICLE I. - NAME:

The name of this Limited Liability Company ("Company") shall be:

TENOR, LLC

ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of the Company is:  
c/o M & E HOLDINGS, LLC, 425 East 61<sup>st</sup> Street, New York, New York 10021.

ARTICLE III. - DURATION

The period of duration for the Company shall be perpetual unless dissolved according to law.

ARTICLE IV. - MANAGEMENT

The Company is to be managed by the members; the name(s) and address of the initial member(s) is:

M & E Holdings, LLC, a Delaware limited liability company  
425 East 61<sup>st</sup> Street  
New York, New York 10021

ARTICLE V. - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of the admissions shall be: new members may be admitted from time to time and upon such terms and conditions as shall be determined by a unanimous vote of the holders of all of the Membership Interests.

ARTICLE VI. - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right of the members of the Company to 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 continual membership of a member in the Company shall

11020000263457

be determined by a unanimous vote of the remaining holders of all of the Membership Interests to continue to conduct the business of the Company under the Company's name.

Signature of a member or an 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.)

✓ SOPAER

Typed or printed name of signee

03 APR 28 06:09:42

H030000263457

**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 TO DESIGNATE A REGISTERED OFFICE AND  
REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: TENOR, LLC
2. The name and the Florida street address of the registered agent are:

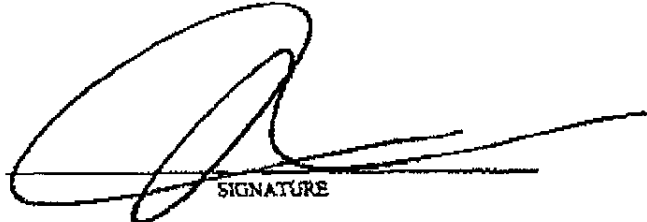
JACOB SOPHER  
NAME

1100 Biscayne Blvd., 7<sup>th</sup> Floor  
Miami, FL 33132  
Facsimile: 305-604-1722

Florida street address (P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33131  
CITY, STATE AND ZIP

*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.*

  
SIGNATURE

REC-28 11 9:42  
AUG 28 2003

H030000263457