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CAPITAL CONNECTION, INC.

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Wertheimer Real Estate Group, Inc.

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
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- ☐ Trade/Service Mark
- ☐ Merger File
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- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
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9/12/03 3:00

**ARTICLES OF
ORGANIZATION OF
WERTHEIMER REAL ESTATE GROUP, LLC**

WE, THE UNDERSIGNED, who intend to form and create a Limited Liability Company, as defined in Section 608.402(3) of the Florida Statutes, do hereby state and certify the following:

1. **Name of Limited Liability Company.** The name of the Limited Liability Company (the "Company") shall be WERTHEIMER REAL ESTATE GROUP, LLC.

2. **Location of Company Office.** The street address of the principal office and mailing address of the Company shall be 1700 Southeast Hillmoor Drive, Port St. Lucie, Florida 34952. Its registered agent is David E. Wertheimer, M.D. whose address is 1700 Southeast Hillmoor Drive, Port St. Lucie, Florida 34952.

3. **Purpose of Company.** The purpose for which the Company is formed is to engage in any activities, which are, or, in the future, may be, permitted by Section 608.404 of the Florida Statutes.

4. **Duration of Company.** The Company shall exist in perpetuity, or until sooner dissolved by its members.

5. **Ownership Units; Capital Contributions.**

(a) The Maximum number of ownership units which the Company is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

(b) The total amount of cash to be contributed by each of the members shall be equal to One Dollar (\$1.00) multiplied by the number of ownership units to which that member has subscribed. No property, other than cash, shall be contributed. No agreements have been made for the contributions by any member of any additional cash or property.

6. **Admission of New Members.** Subject to majority vote, in addition to the consent of Dr. David E. Wertheimer, the members of the Company shall have the right to admit new members; provided, however, that no individual or entity shall be admitted as a member unless, and until, that individual or entity has agreed to be bound by the terms of the Operating Agreement of the Company.

7. **Continuation on Death, Retirement, etc., of a Member.** The remaining members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence

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IN AND FOR THE COUNTY OF ST. LUCIE, FLORIDA

of any other event which terminates the continued membership of a member in the Company. The Operating Agreement of the Company shall provide the provisions pursuant to which the interest of a discontinued member shall be redeemed.

8. **Management of the Company.** The Company shall be managed, until the first annual meeting of the members, or until their successors are elected and qualify, by a manager, which shall be David E. Wertheimer, M.D., the street address of which is 1700 Southeast Hillmoor Drive, Port St. Lucie, Florida 34952. Upon the death of David E. Wertheimer, M.D., the manager shall be an individual selected by David E. Wertheimer, M.D. during his lifetime. Thus, David E. Wertheimer, M.D. shall have during his lifetime the power to name his successor in a legal document properly executed and witnessed. The successor of David E. Wertheimer, M.D. shall have the right to name his or her successor.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 22 day of September, 2003.

BY: David E. Wertheimer, M.D.
DAVID E. WERTHEIMER, M.D.

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FLORIDA

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments, personally appeared DAVID E. WERTHEIMER, M.D., who is personally known to me to be the person described in, and who executed the foregoing instrument, and who did take an oath, and he acknowledged before me that he had executed the same.

WITNESS my hand and official seal in the County of Broward and the State of Florida this 2nd day of September, 2003.

(S E A L)



Grisel Cortes
Commission #DD218898
Expires: Jun 02, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

Grisel Cortes
Notary Public, State of Florida

My Commission Expires: June 2, 2007
Print Name: Grisel Cortes
Print Title: _____
Serial No.: DD218898

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**CERTIFICATE DESIGNATION PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

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STATE OF FLORIDA
HALL COUNTY

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **WERTHEIMER REAL ESTATE GROUP, LLC** desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Port St. Lucie, State of Florida, has named David E. Wertheimer, M.D., 1700 Southeast Hillmoor Drive, Port St. Lucie, Florida 34952 as its agent to accept service of process within Florida.

SIGNATURE David E. Wertheimer

TITLE Manager

DATE 9/2/03

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

SIGNATURE David E. Wertheimer

DATE 9/2/03