

DEC-16-03 TUE 2:18 PM

P. 1

Division of Corporations

L03000053604

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
tax audit number (shown below) on the top and bottom of all
pages of the document.

((H03000335279 3))

**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 : FILINGS, INC.
Account Number : 072720000101
Phone : (850)385-6735
Fax Number : (954)641-4192

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC 16 AM 10:44

FILED

LIMITED LIABILITY COMPANY

123 FUNDS, LLC

Certificate of Status	0
Certified Copy	0
Page Count	0502
Estimated Charge	\$125.00

DIVISION OF CORPORATION

03 DEC 16 PM 3:57

RECEIVED

Electronic Filing Menu

Corporate Filing

Public Access Help

L03-53604
AK

DEC-16-03 TUE 2:18 PM

H03000335279

**ARTICLES OF ORGANIZATION
OF
123 Funds, LLC**

We, the undersigned as organizers of a Limited Liability Company, under the Florida Limited Liability Act, have duly adopted the following Articles of Organization for such Limited Liability Company:

ARTICLE I.

The name of the Limited Liability Company is 123 Funds, LLC.

ARTICLE II.

This Limited Liability Corporation shall have perpetual existence.

ARTICLE III.

The principal place of business and mailing address of the Limited Liability Corporation is 4100 Galt Ocean Drive, #211, Fort Lauderdale, Florida 33308.

ARTICLE IV.

The name of the initial registered agent within Florida is Total Facility Management, Inc. and the street address is 4100 Galt Ocean Drive, #211, Fort Lauderdale, Florida 33308.

ARTICLE V.

This Limited Liability Company has one member who's name and address is as follows: Mark O. Teitelbaum of 7 Forest Street, Livingston, NJ 07039.

No additional member shall be admitted unless all members, (including any additional members other than the original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

H03000335279

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC 16 AM 10:44

FILED

DEC-16-03 TUE 2:18 PM

P. 3

11030003352-79

ARTICLE VI

The management of the company is reserved to the members of the company, in proportion to their contributions to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company. The name and address of the managing member is Mark O. Teitelbaum, 7 Forest Street, NJ 07039.

IN WITNESS WHEREOF, the undersigned representative of a Member has executed these Articles of Organization on this 15th day of December 2003.

Total Facility Management, Inc.
By: Vincent L. Persiani, President
Vincent L. Persiani

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 608, Florida Statutes, the following is submitted:

First that 123 Funds, LLC, desiring to organize or qualify under the laws of the State of Florida, has named Total Facility Management, Inc., a Florida Corporation, located at 4100 Galt Ocean Drive, Suite #211, Fort Lauderdale, FL 33308, as its agent to accept service of process within Florida.

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. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Total Facility Management, Inc.
By: Vincent L. Persiani, President
Vincent L. Persiani

RECEIVED
CLERK OF DISTRICT COURT
JANUARY 16, 2004
TALLAHASSEE, FLORIDA

03 DEC 16 AM 10:44

FILED

11030003352-79