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Fax Number : (850) 205-0383

From:

Account Name : TUCKER & TIGHE, P.A.
Account Number : I19990000051
Phone : (954) 467-7744
Fax Number : (954) 467-7905

LIMITED LIABILITY COMPANY**Puppy Properties, L.L.C.**

Certificate of Status	0
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ARTICLES OF ORGANIZATION

PUPPY PROPERTIES, L.L.C.

ARTICLE I - Name: The name of the Limited Liability Company shall be PUPPY PROPERTIES, L.L.C.

ARTICLE II - Address: The address of the principal office of the Limited Liability Company is: P.O. Box 55, Alpine NJ 07620.

ARTICLE III - Registered Agent: The name and street address of the Limited Liability Company's initial Registered Agent for service of process in this State is as follows: Ilan Kedem, 2713 Coral Shores Drive, Fort Lauderdale, Florida 33306.

ARTICLE IV - Management: The Limited Liability Company will be a manager-managed company and the name and address of the two initial managers are:

1. Eyal Elencweig, P.O. Box 55, Alpine

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NJ 07620

2. Ilan Kedem, 2713 Coral Shores Drive,
Fort Lauderdale, Florida 33306.

Either Manager shall have full authority to act individually on behalf of the Company on their own, including buying and selling real estate, borrowing money, and giving mortgages. Third parties are entitled to rely on the foregoing.

The Manager may be changed as provided by any applicable Operating Agreement.

ARTICLE V - Members: The two initial Members of the Company are Eyal Elencweig and Ilan Kedem each to hold 50% ownership unless otherwise assigned or conveyed. The rights, obligations, and other matters regarding the members may be set forth in an Operating Agreement to be signed by the Managers and the Members.

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ARTICLE VI - Transfer of Interests:

A Member may not assign or transfer an interest in the Company except as may be allowed by any applicable Operating Agreement.

ARTICLE VII - Members Rights to Continue

Business: The remaining members of the limited liability company will have the right 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 continued membership of a member in the limited liability company, subject to such provisions governing such event as may be set forth in any applicable Operating Agreement.


ARTICLE VIII- Applicable Regulations: If the Company does not have an Operating Agreement, as may be allowed under Florida

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Statutes, then the provisions of Chapter 608, Florida Statutes, or successor statutory provisions, will serve to govern the operations of the Company.


Eyal Elencweig

(In accordance with section 608.408(3), Florida Statutes, the execution of this document 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 608.415 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: PUPPY PROPERTIES, L.L.C.

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2. The name and the Florida street address of the registered agent are:

Ilan Kedem 2713 Coral Shores
Drive, Fort
Lauderdale, Florida,
33306

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 as provided for in Chapter 608, F. S.



Ilan Kedem

F:\Kedem\Articles of Organization Poppy Prop LLC.wpd

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