

02/25/2004

09:54

CORPDIRECT → 2050383

107 001

**LD 4600014991****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.**

(((H04000040777 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 : CORPORATE & CRIMINAL RESEARCH SERVICES  
Account Number : 110450000714  
Phone : (850)222-1173  
Fax Number : (850)224-1640

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 FEB 25 PM 12:51

FILED

0150.23841

**LIMITED LIABILITY COMPANY****FRONTIER, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

RECEIVED  
04 FEB 25 AM 11:36  
DIVISION OF CORPORATION**Electronic Filing Menu****Corporate Filing****Public Access Help****LD 4-14991**  
**AR**

02/25/2004

09:54

CORPDIRECT → 2050383

NO. 107

002

H04000040777

## ARTICLES OF ORGANIZATION

FOR

FRONTIER, LLC

### ARTICLE I. - NAME:

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

FRONTIER, LLC

### ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of the Company is:  
c/o M & R 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 & R 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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 FEB 25 PM 12:51

FILED

H04000040777

02/25/2004

09:54

CORPDIRECT → 2050383

NO. 107

003

H04000040777

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 608.403(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JACOB 'HANK' SOPHER

Typed or printed name of signer

FILED

04 FEB 25 PM 12:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H04000040777

02/25/2004

09:54

CORPDIRECT → 2050383

NO.187

084

H04000040777

**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: FRONTIER, LLC
2. The name and the Florida street address of the registered agent are:

**JACOB SOEPHER**  
NAME

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

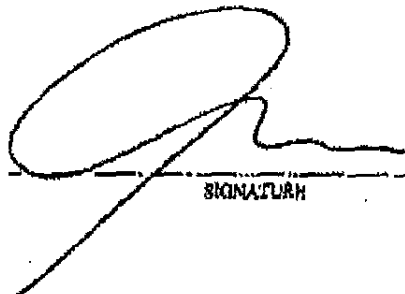
1100 Biscayne Blvd., 7<sup>th</sup> Floor  
Miami, FL 33132  
Facsimile: 305-804-1722

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 FEB 25 PM 12:51

FILED

*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

H04000040777