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Division of Corporations

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**L04000043620**

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**LIMITED LIABILITY COMPANY**

**SUNNYSIDE UP PROPERTIES, L.L.C.**

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**L04-43620**  
6/8/2004

## **ARTICLES OF ORGANIZATION OF SUNNYSIDE UP PROPERTIES, L.L.C.**

The undersigned member(s)/manager(s), for the purpose of forming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of Limited Liability Companies adopt the following articles of organization:

### **ARTICLE I. NAME**

The name of the limited liability company shall be: **SUNNYSIDE UP PROPERTIES, L.L.C.**

### **ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address and the mailing address of the limited liability company's initial principal office shall be **5445 Collins Ave., Apt. 1229, Miami Beach, Florida 33140.**

### **ARTICLE III. EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### **ARTICLE IV. MANAGEMENT**

This limited liability company shall be managed by one (1) manager. The name and address of the person who shall serve until the first annual meeting of members or until a successor(s) who is as follows:

1. **Joel Waldman, 5445 Collins Ave., Apt. 1229, Miami Beach, Florida 33140.**

### **ARTICLE V. MEMBERSHIP**

The members of the limited liability company and their respective interests in the limited liability company shall be as follows:

1. **Joel Waldman (100%).**

### **ARTICLE VI. MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of the new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of the majority of members.

On death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VII. DURATION

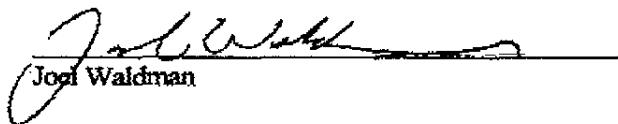
The limited liability company shall exist until December 31, 2060, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### ARTICLE VIII. REGISTERED OFFICE AND AGENT

The name and the street address of the initial registered agent of the limited liability company shall be: **Karmela Waldman, 5445 Collins Ave., Apt. 1229, Miami Beach, Florida 33140.**

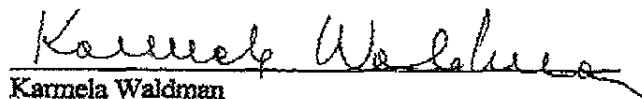
The undersigned, being one of the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **SUNNYSIDE UP PROPERTIES, LLC.**

June 2, 2004

  
Joel Waldman

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..

Dated: 2 June, 2004

  
Karmela Waldman

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JUN 2 2004  
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