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HAROLD E. WOLFE, JR.\*

\*ADMITTED TO BARS OF:

FLORIDA  
GEORGIA  
ALABAMA

July 8, 2004

FILED

JUL 10 P 3:24

SECRETARY OF STATE  
\* FLORIDA BAR BOARD  
CERTIFIED TAX ATTORNEY  
\* FLORIDA BAR BOARD  
CERTIFIED ESTATE  
PLANNING AND PROBATE  
ATTORNEY

SECRETARY OF STATE  
Division of Corporations  
409 E. Gaines Street  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: **Recording of the Articles of Organization  
for HBR, L.L.C.**

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of Articles of Organization for HBR, L.L.C., for filing in the public records. Also enclosed is a check in the amount of One Hundred Fifty-Five Dollars (\$155.00) representing the following fees:

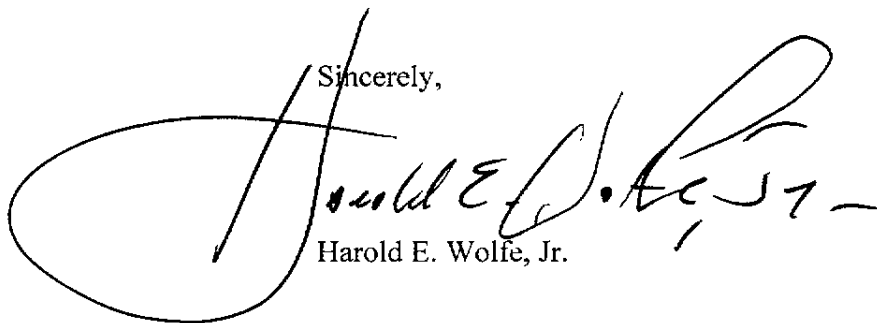
Filing Fee	\$100.00
Certified Copy Fee	30.00
Registered Agent Designation	<u>25.00</u>

**Total: \$155.00**

Please file these Articles at your earliest convenience and return the certified photocopy to this office in the enclosed self-addressed, stamped envelope.

Should there be any questions, please feel free to call us.

Sincerely,



Harold E. Wolfe, Jr.

HEW:fss

Enclosures

cc: Bonnie Romer

**ARTICLES OF ORGANIZATION**  
**OF**  
**HBR, L.L.C.**

**FILED**  
2024 JUL 14 P 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby form and create a limited liability company pursuant to Chapter 608 and Fla. Stat. §608.407 of the laws of the State of Florida, do hereby execute and adopt these Articles of Organization to be filed with the Florida Department of State and do hereby state and certify the following:

**ARTICLE I - NAME OF LIMITED COMPANY**

In accordance with Fla. Stat. §608.406, the limited liability company's name shall be "HBR, L. L. C.".

**ARTICLE II - PERIOD OF DURATION OF LIMITED COMPANY**

This limited liability company shall have a duration of ninety-nine (99) years from the effective date of these Articles of Organization. This limited liability company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State, all in accordance with Fla. Stat. §608.409(1).

**ARTICLE III - LOCATION OF PRINCIPAL OFFICE**

The mailing and street address of this limited liability company's principal office is as follows:

**Mailing Address/Street Address:**

3850 Hollywood Blvd. - Suite 402  
Hollywood, Florida 33021

**ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT**

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The street address of this limited liability company's initial registered agent address in the State of Florida is: **3850 Hollywood Blvd., Suite 402, Hollywood, FL 33021**. The name of the registered agent at such registered office is: **BONNIE ROMER**.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V - ADMISSION OF NEW MEMBERS**

Members may admit additional new Members in compliance with the terms and conditions of this article. A new Member may be admitted into this limited liability company only if (i) such new Member acquires ownership units in this limited liability company, (ii) any first refusal rights or other restrictions on ownership unit transferability granted under any operating agreement then in effect governing this limited liability company are complied with, (iii) such new Member agrees to comply with any operating agreement then in effect governing this limited liability company and (iv) such new Member executes such instruments as the other Members determine are necessary or desirable to effect such admission and to confirm the agreement of the person or entity being admitted as a new Member to be bound by all the covenants, terms and conditions of these Articles of Organization and any operating agreement then governing this limited liability company then in effect. Said new Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount commensurate with the formula prescribed in Article VIII hereof.

**ARTICLE VI - CLASSES OF MEMBERS; SHARING OF PROFITS AND LOSSES**

Pursuant to Fla. Stat. §§ 608.4231(1) and 608.4261, this limited liability company may have different classes of Members having such relative rights, powers and duties as specified in the Operating Agreement, including differences among such classes of Members for sharing of profits

and losses. In accordance with Fla. Stat. § 608.4261, the profits and losses of this limited liability company shall be allocated among Members as so specified in the Operating Agreement; provided, however, that if the Operating Agreement does not provide for, or is silent as to, the allocation of profits and losses among Members, profits and losses shall be allocated on the basis of capital contribution made by each Member to the extent that such contributions have been received by the limited liability company and have not been returned; provided further, however, that in all events the Operating Agreement may specifically contain special allocations of profits and losses among different classes of Members. Further, in accordance with Fla. Stat. § 608.4231, these Articles and/or the Operating Agreement may limit any Members' or class Members' ability to vote on certain items such as the composition of management as set forth in Article VIII hereof.

#### **ARTICLE VII - CONTINUATION OF BUSINESS**

The remaining Members of this limited liability company are specifically given the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of an event which terminates the continued membership of a Member in this limited liability company; it being the intent of the Members hereunder that the existence of this limited liability company be for the term of years set forth in Article II hereof.

#### **ARTICLE VIII - COMPOSITION OF MANAGEMENT**

This limited liability company shall be managed by a single Manager, BONNIE ROMER, during her lifetime and no other person or individual shall have the right to so manage this Limited Liability Company unless BONNIE ROMER resigns, dies, voluntarily retires or consents in writing to a successor Manager. Accordingly, this Limited Liability Company is to be a Manager-managed company as set forth in Fla. Stat. §608.407(d) and shall be so managed by BONNIE ROMER until

her resignation, death, retirement or consent to a successor Manager. Upon BONNIE ROMER's resignation, death, retirement or written consent to a successor Manager, whichever first occurs, in such event, a successor Manager shall be selected (i) in accordance with any then adopted operating agreement governing this Limited Liability Company or (ii) if no such operating agreement has been so adopted, by majority percentage vote of members holding a majority of Units in this Limited Liability Company. In accordance with the foregoing, the name and address of the Manager of this Limited Liability Company is:

**Name of Manager**

BONNIE ROMER

**Address**

3850 Hollywood Blvd. - Suite 402  
Hollywood, Florida 33021

Notwithstanding anything to the contrary contained in Fla. Stat. §608.426 (or successor section) the Manager shall have sole discretion in making decisions to make distributions to members from this Limited Liability Company.

**ARTICLE IX - OWNERSHIP UNITS**

The maximum number of ownership units that this limited liability company is authorized to have outstanding is ten thousand (10,000) units, all of which shall be identical units. This limited liability company is not obligated to issue all of its authorized outstanding units but rather may issue to initial Members a portion of its authorized ownership units and reserve a portion of such ownership units for future authorization to future Members, if any. Each of such ownership units 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 is the numerator and the total number of units outstanding is the denominator. Each Member shall receive a capital interest and an interest in the net profits and net

losses and cash flow of this limited liability company (to the extent distribution is authorized) in an amount equal to that ratio in which one is the numerator and the total number of units outstanding is the denominator.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE X - PURPOSE OF LIMITED LIABILITY COMPANY**

The purpose for which this limited liability company is formed is to engage in any lawful acts or other activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes. Additionally, this limited liability company shall engage in the business of ownership and operation of real property including office buildings, office suites, commercial and other investment real estate.

**ARTICLE XI - OPERATING AGREEMENT**

Upon the unanimous written consent of all members hereto, this limited liability company may adopt an "Operating Agreement" which shall govern the operations of this limited liability company, shall prescribe the method for electing managers and designating successors, shall, if the Members so elect, grant first refusal rights or other restrictions on ownership unit transferability and govern legal arrangements among Members. Nothing in these Articles of Organization shall compel the Members to adopt such an Operating Agreement unless they deem same desirable. In the event of any conflict between these Articles of Organization and the Operating Agreement, the Articles of Organization shall control.

IN WITNESS WHEREOF, the undersigned, members of this limited liability company have executed these Articles of Organization on this 12 day of July, 2004.

HBR, L.L.C., a Florida limited liability company

FILED

By:

Bonnie Romer  
BONNIE ROMER, Member

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SECRETARY OF S  
TALLAHASSEE, FL

By:

Meira Romer  
MEIRA ROMER, Member



STATE OF FLORIDA                    )  
  ) SS  
COUNTY OF BROWARD                )

**FILED**

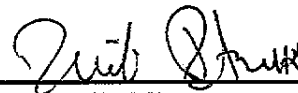
JUL 14 P 3:24

SECRETARY OF STATE

**BEFORE ME**, an officer duly qualified to take acknowledgments, personally,

appeared **BONNIE ROMER**, the signor who appeared before me at the time of this notarization,  
and is personally known to me or has produced \_\_\_\_\_ as  
identification and is known to be the person described in and who executed the foregoing instrument  
and acknowledged to and before me that she executed said instrument for the purposes therein  
expressed.

**WITNESS** my hand and official seal this 12 day of July, 2004.



Notary Public

State of Florida at Large

My Commission No. is: DD 004412

Dorit Iizchaki

Commission # DD 004412

Expires Feb. 25, 2005

Bonded Thru

Atlantic Bonding Co., Inc.



My Commission Expires: 02/25/2005

STATE OF FLORIDA )  
 ) SS  
COUNTY OF BROWARD )

FILED

JUL 14 P 3:25

BEFORE ME, an officer duly qualified to take acknowledgments, personally

appeared **MEIRA ROMER**, the signor who appeared before me at the time of this notarization, and  
is personally known to me or has produced \_\_\_\_\_ as  
identification and is known to be the person described in and who executed the foregoing instrument  
and acknowledged to and before me that she executed said instrument for the purposes therein  
expressed.

WITNESS my hand and official seal this 12 day of July, 2004.

*Dorit Itzhaki*

Notary Public  
State of Florida at Large  
My Commission No. is: DD004412.



Dorit Itzhaki  
Commission # DD004412  
Expires Feb. 23, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

My Commission Expires: 02/23/2005

FILED

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

In compliance with Sections 608.415 and 48.061, Florida Statutes, the following is submitted:

That **HBR, L. L.C.**, desiring to organize or qualify under the laws of the State of Florida as a limited liability company with its principal place of business in the County of Broward, State of Florida, has named ***Bonnie Romer***, as its agent to accept service of process.

Signature: *Bonnie Romer*  
BONNIE ROMER

Signature: *Meira Romer*  
MEIRA ROMER

Title: **Incorporating Members**

Date: July 12, 2024

**ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, the undersigned does hereby accept this appointment as Registered Agent on whom process may be served within the State of Florida for the limited liability company named in the foregoing Articles of Organization and by affixing such Registered Agent's signature below states that she is familiar with, and accepts the obligations of that position.

**FILED**

2004 JUL 14 P 3  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**REGISTERED AGENT:**

*Bonnie Romer*

**BONNIE ROMER**

*July 12, 2004*

**DATE**