

L04000057356

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800032436908

2004 AUG -3 PM 1:27

FILED
2004 AUG -3 PM 1:27
J. BRYAN
ALLAHASSEE, FLORIDA

W04-27940
J. BRYAN JUL 21 2004

J. BRYAN AUG -3 2004

Brady & Brady, P.A.

Attorneys at Law

370 W. Camino Gardens Blvd., Suite 200C
Boca Raton, FL 33432

Frank R. Brady*
Jeanne C. Brady

**Also Admitted to New Jersey Bar*

Phone: (561) 338-9256
Fax: (561) 338-5824

FILED
2004 AUG -3 PM 1:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

July 9, 2004

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Formation of WSH Investments, LLC

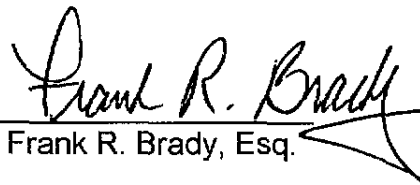
Gentlemen,

Enclosed are the original articles of formation of WSH Investments, LLC, together with a check in the amount of \$133.75 to cover the filing fee, registered agent fee and certified copy fee. Please file the original articles and return a certified copy to me at your earliest convenience.

Thank you for your attention to this request.

Very truly yours,

BRADY & BRADY, P.A.

By: 
Frank R. Brady, Esq.

FRB/nb
encl.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 21, 2004

FRANK R. BRADY, ESQ.
BRADY & BRADY, P.A.
370 W. CAMINO GARDENS BLVD., STE. 200C
BOCA RATON, FL 33432

SUBJECT: WSH INVESTMENTS, LLC
Ref. Number: W04000027940

We have received your document for WSH INVESTMENTS, LLC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$155.00.

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 104A00046162

FILED
2004 AUG-3 PM 1:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 26, 2004

FRANK R. BRADY, ESQ.
BRADY & BRADY, P.A.
370 W. CAMINO GARDENS BLVD., STE. 200C
BOCA RATON, FL 33432

SUBJECT: WSH INVESTMENTS, LLC
Ref. Number: W04000027940

FILED
2004 AUG -3 PM 1:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

You failed to make the correction(s) requested in our previous letter.

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 904A00046980

Brady & Brady, P.A.

Attorneys at Law

370 W. Camino Gardens Blvd., Suite 200C
Boca Raton, FL 33432Frank R. Brady*
Joanne C. Brady

*Also Admitted to New Jersey Bar

Phone (561) 338-9256
Fax (561) 338-5824FILED
2004 AUG-3 PM 1:27
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

FAX TRANSMITTAL COVER SHEET

Fax to: Florida Division of Corporations, attn: Joey BryanFax number: (850) 245-1015- 916 1015From: Frank Brady August 3, 2004Number of pages (including cover page): 16Re: Articles of Organization of WSH Investments, LLC

MESSAGE: Attached are the corrected articles of formation per our telephone conversation earlier today. The caption of Article 9 has been changed to delete the word "stock" and replace it with "ownership certificates" and the signature line has been corrected to replace the word "incorporator" with "member". The signed original is in the mail. The department has already deposited our check for the filing fees, registered agent fee, etc. (copy of cancelled check is attached). Accordingly, we thank you for your assistance in filing these articles today and applying the \$155 previously submitted to the fees for this limited liability company.

This facsimile and the accompanying documents attached hereto constitute confidential and privileged communications that are subject to attorney-client privilege provided for under § 90.502 of the Florida Evidence Code, Rule 4-1.6 of the Rules Regulating The Florida Bar and Rule 501 of the Federal Rules of Evidence. This facsimile and the accompanying documents attached hereto are intended only for the above named recipient. If you are not the intended recipient of this facsimile transmission, or the employee or agent responsible for delivering it to the intended recipient, you are hereby notified that any dissemination or copying of this facsimile is strictly prohibited. If you have received this communication in error, please return it promptly to the address noted at the top of this transmission page via U.S. Mail, and you will be reimbursed for postage.

FILED
2004 AUG-3 PM 1:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
WSH Investments, LLC

The undersigned, for the purpose of forming a limited liability company under chapter 408, Florida Statutes (entitled the "Florida Limited Liability Company Act"), hereby adopt the following Articles of Organization:

ARTICLE ONE - Name

The name of this limited liability company is WSH Investments, LLC.

ARTICLE TWO - Term

The term of existence of the Company shall be perpetual until dissolved and its affairs wound up in accordance with the Act or this Operating Agreement.

ARTICLE THREE - Registered Agent, Address & Signature

The mailing address of the principal ~~office~~ office of this limited liability company is 700 Hiatus Road, Suite 213, Pembroke Pines, FL 33026. The street address of the initial registered office and the name of the initial Registered Agent for this limited liability company to accept service of process within the State of Florida is Irwin C. Steinberg, 700 Hiatus Road, Suite 213, Pembroke Pines, FL 33026

Having been named as Registered Agent of WSH Investments, LLC to accept Service of Process for WSH Investments, LLC, I hereby accept appointment as registered agent and agree to keep my office at 700 Hiatus Rd, Suite 213, Pembroke Pines, Florida 33026 open during the hours prescribed by §48.081, Florida Statutes; to post my name (and any other officers of said limited liability company authorized to accept service or process at the Florida designated address) in some conspicuous place in said office and to otherwise comply with the provisions of Florida law relating to the proper and complete performance of my duties as registered agent. I am familiar with and accept the obligations of my position as registered agent as required by Florida law.


Registered Agent's signature

ARTICLE FOUR - Purposes

This limited liability company is authorized to, and may, transact any and all lawful

business for which limited liability companies formed under chapter 608, Florida Statutes may engage in and any trade or business which can, in the opinion of the members of the company, be advantageously carried on in connection with or auxiliary to the foregoing business. This limited liability company shall also be authorized to engage in such other business activities as may be necessary or permissible for its operation.

ARTICLE FIVE - Management

Subject to the provisions of the Company's operating agreement, the business and affairs of the Company shall be managed or controlled, the powers of this Company shall be exercised, its properties controlled and its affairs shall be conducted, solely by the Members, and all management of the Company shall be vested in the Members. The Company's operating agreement may provide for such increase or change, from time to time, in number of members as is authorized to manage or control the properties, business or affairs of the Company or the number or whether the properties, business or affairs of the Company may be managed or controlled by a manager.

The Members and the Company agree that the duties and obligations imposed on the Members, and the rights of the Members as such, shall be those set forth in the Operating Agreement, which is intended to govern the relationship between the Company and the Members, notwithstanding any provision of the Act or common law to the contrary.

ARTICLE EIGHT - Inspection of books or records

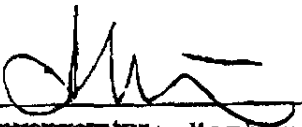
Nothing in these Articles of Organization shall be taken to limit the power of this limited liability company. Notwithstanding anything in Chapter 608, Florida Statutes to the contrary, the right to inspect or copy any records of this limited liability company (including the records described or specified in sections the Limited Liability Company Act) is governed by the Operating Agreement.

ARTICLE NINE - Sale or Encumbrance of Ownership Certificates

The certificates representing ownership interests in this limited liability company shall not be sold, transferred, assigned, pledged or encumbered, and no voluntary or involuntary transfer, assignment, pledge, encumbrance, attachment, hypothecation or other alienation of any kind or description, whether voluntary or by legal process or court order, shall be valid or binding without the prior written consent of the owners of at least eighty-five percent (85%) of the ownership interests registered as such immediately prior to any such alienation on the capital registration and transfer records maintained by this limited liability company in accordance with this limited liability company's operating agreement. If any voluntary or involuntary transfer, assignment, pledge, encumbrance, hypothecation, execution,

attachment, garnishment, legal or judicial process or other alienation of any certificates representing ownership of this limited liability company's capital takes place or is attempted without the express consent of the aforesaid eighty-five percent (85%) of the registered owners of this limited liability company's capital, whether by means of judicial process or self help. the attempted sale, transfer, assignment, pledge, encumbrance, hypothecation, execution, attachment, garnishment, judicial process or other alienation of this limited liability company's capital shall be null and void, except that any of the registered owners of the Company's capital may transfer or assign their ownership interests to a "grantor trust" as defined by the Internal Revenue Code of 1986, as amended. Other restrictions on the ownership, sale, encumbrance and alienation of the certificates representing ownership in the Company are contained in the operating agreement on file with the managers of the Company.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization this 19 day of June, 2004, and in accordance with section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes the affirmation of the undersigned under penalties of perjury that the facts stated herein are true.


~~XXXXXXXXXX~~ + Member

FILED
2004 AUG -3 PM 1:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA