

L04 000066522

Florida Department of State
Division of Corporations
Public Access System

FILED
2004 SEP -9 AM 9:34
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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.

((H04000182289 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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

RECEIVED

04 SEP -9 PM 1:36

DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

a & s development partners, llc

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

J. BRYAN SEP - 9 2004

Electronic Filing Menu

Corporate Filing

Public Access Help

HD40000182289

ARTICLES OF ORGANIZATION

OF

A & S DEVELOPMENT PARTNERS, LLC
A Limited Liability Company

(4)

FILED
2004 SEP -9 AM 9:34
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the limited liability company ("Company") is: A & S DEVELOPMENT PARTNERS, LLC

ARTICLE II - ADDRESS

The mailing and street address of the Company's principal office is: 354 East 91st Street, Suite 201, New York, New York 10028.

ARTICLE III - DURATION

The Limited Liability Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - PURPOSE

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as amended from time to time.

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers, and the name and address of such manager, to serve until a successor or successors are elected and qualified is: SCOTT PODOLSKY, 354 East 91st Street, Suite 201, New York, New York 10028..

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

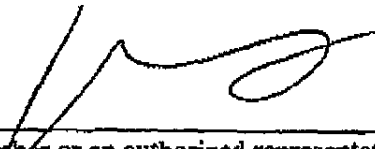
Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

HD40000182289

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member in accordance with the Operating Agreement.

FILED
2008 SEP -9 AM 9:34
CLERK OF COURTS
TALLAHASSEE, FLORIDA



Signature of a member or an authorized representative of a member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Brian E. Port Esq. as Authorized Representative

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

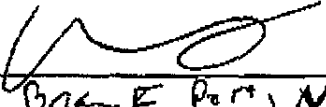
1. The name of the limited liability company is: A & S DEVELOPMENT PARTNERS, LLC
2. The name and the Florida street address of the registered agent is:

DADE COUNTY CORPORATE AGENTS, INC.
Suite 100
18901 N.E. 29th Avenue
Aventura, Florida 33180

FILED
2004 SEP -9 AM 9:34
SUNSHINE CORPORATIONS
TALLAHASSEE, FLORIDA

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.

DADE COUNTY CORPORATE AGENTS, INC.

By:  Signature
Brian E. Perry, NP

H041000182289