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**BARRETT, ROGERS & ASSOCIATES, P. A.**  
**ATTORNEYS AT LAW**

**FLORIDA OFFICE**

801 N.E. 167<sup>th</sup> Street  
SECOND FLOOR  
NORTH MIAMI BEACH, FLORIDA 33162  
TELEPHONE: 305-455-2040  
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JOHN R. BARRETT, J.D. (OF COUNSEL)  
(MEMBER: FLORIDA & VIRGINIA BARS)  
WILLIAM L. ROGERS, J.D.  
(MEMBER: FLORIDA BAR)

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December 20, 2004

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fla. 32314

Attn: New filings section

RE: BLUE HORIZONS, L.L.C.

Dear Sir or Madam:

Please find enclosed herein the original and two copies of the Articles of Organization, Affidavit of Membership and Contributions and Certificate of Designation of Registered Office for the above named Florida limited liability company.

We have also enclosed our check in the amount of \$125.00 to cover the costs of filing same and registered agent fee.

Sincerely,  
BARRETT, ROGERS & ASSOCIATES, P.A.

~~WILLIAM L. ROGERS~~  
\_\_\_\_\_  
William L. Rogers, Esq.

WLR/pm  
enc: [as stated herein]



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

February 16, 2005

WILLIAM L. ROGERS, ESQ.  
BARRETT, ROGERS & ASSOCIATES, P.A.  
801 N.E. 167TH STREET, 2ND FLOOR  
NORTH MIAMI BEACH, FL 33162

SUBJECT: BLUE HORIZONS, L.L.C.  
Ref. Number: W05000008245

We have received your document for BLUE HORIZONS, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Remove any reference to Exhibit A from Article V.,

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) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 305A00011134

## **ARTICLES OF ORGANIZATION**

**OF**

**BLUE HORIZONS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

### **ARTICLE I - NAME**

The name of the limited liability company shall be BLUE HORIZONS, L.L.C. ("Company").

### **ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the company is:  
**5817 Hallandale Beach Blvd., Hollywood, Florida 33023.**

### **ARTICLE III - DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

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

The name and street address of the registered agent of the company in the state of Florida is: William L. Rogers, Esq., Second floor, 801 N.E. 167th St., North Miami Beach, Florida 33162.

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STATE OF FLORIDA

## ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company in sufficient amounts of cash or real property.

## ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

## ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

## ARTICLE VIII -MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a [unanimous/majority] vote of the remaining members.

## ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations

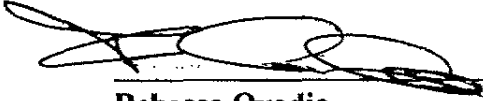
may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial managers of the company is **Rebecca Ovadia of 5817 Hallandale Beach Blvd., Hollywood Beach, Florida 33023.**

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

<u>NAME</u>	<u>ADDRESS</u>
Rebecca Ovadia	5817 Hallandale Beach Blvd., Hollywood, Florida 33023

IN WITNESS WHEREOF, the undersigned organizer **Rebecca Ovadia** made and subscribed these articles of organization at North Miami Beach, Florida, on Dec. 3, 2004.

BLUE HORIZONS, L.L.C.

  
\_\_\_\_\_  
**Rebecca Ovadia**  
Manager

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

Under the provisions of F.S. 608.415 or 608.507, Rebecca Ovadia, 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 BLUE HORIZONS, L.L.C
2. The name and address of the registered agent in Florida are:

**William L. Rogers, Esq.**

**Attorney at law**

**Second floor; 801 N.E. 167th St., North Miami Beach, Florida 33162**

**(305) 455-2040 Telephone**

The undersigned, being the person named in the articles of organization of **Blue Horizons L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



**William L. Rogers, Esq.**

**Registered Agent for Blue Horizons, L.L.C.**