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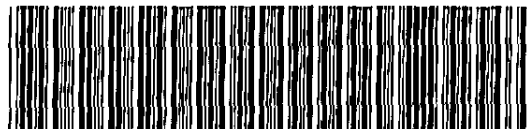
(Business Entity Name)

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05/12/05--01035--006 \*\*138.75

05/12/05--01001--013 \*\*21.25

FILED  
2005 MAY 26 PM 4:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

1105-25074  
J. BRYAN MAY 18 2005

J. BRYAN MAY 27 2005

LAW OFFICE  
**STEPHEN M. FEIDELMAN, P.A.**  
2134 HOLLYWOOD BOULEVARD  
HOLLYWOOD, FLORIDA 33020-6701

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DADE (305) 931-4100  
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May 11, 2005

Fla. Dept. of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Via Federal Express

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RE: Articles of Organization of FAD Realty L.L.C.

Dear Sir or Madam:

Please find enclosed our Check No. 2969, of even date, in the amount of One Hundred Thirty-three Dollars and Seventy-five Cents (\$138.75) in payment of the fees associated with filing the enclosed Articles of Organization and Designation of Registered Agent regarding the above-referenced business and obtaining a certified copy of same and certificate of status.

Yours truly,

  
Stephen M. Feidelman

Enclosures



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

May 18, 2005

STEPHEN M. FEIDELMAN  
STEPHEN M. FEIDELMAN, P.A.  
2134 HOLLYWOOD BOULEVARD  
HOLLYWOOD, FL 33020-6701

SUBJECT: FAD REALTY L.L.C.  
Ref. Number: W05000025074

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TALLAHASSEE, FLORIDA

We have received your document for FAD REALTY L.L.C. and your check(s) totaling \$138.75. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$21.25.

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

Joey Bryan  
Document Specialist

Letter Number: 805A00035724

**ARTICLES OF ORGANIZATION  
OF  
FAD Realty L.L.C.**

The undersigned, acting as an authorized representative of the initial member of the captioned limited liability company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization.

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CLERK OF CIRCUIT COURT  
HALL COUNTY, FLORIDA

**ARTICLE I - NAME**

The name of this limited liability company is FAD Realty L.L.C. ( called the "Company") and the mailing address and street address of its principal office is 73 S.W. 12<sup>th</sup> Avenue, Unit #12, Dania Beach, Florida 33004.

**ARTICLE II - EFFECTIVE DATE**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

**ARTICLE III - PURPOSE OF ORGANIZATION**

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under the laws of Florida.

**ARTICLE III - INITIAL REGISTERED AGENT  
AND REGISTERED OFFICE**

The name and the Florida street address of the Company's initial registered agent are: Stephen M. Feidelman, Esq., 2134 Hollywood Boulevard, Hollywood, FL 33020.

**ARTICLE IV - MANAGEMENT**

This Company will be managed by one or more members appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be member-managed. The member-managers may also be designated as the president, secretary, and treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the member-managers and the positions that these member-managers will hold. The initial member-managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

Name:	Position:
Daniel Russell	President

## ARTICLE V - OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

## ARTICLE VI - INDEMNIFICATION

If the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, have been met, then the Company shall indemnify any Manager or member, or former Manager or member, his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, *Florida Statutes*.

## ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

The remaining members may admit additional members only upon such terms and conditions of admission as shall be set forth in the limited liability company operating agreement for the company.

## ARTICLE VIII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company upon such terms and conditions as shall be set forth in the limited liability company operating agreement for the Company.



Signature of a member or 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.)

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of §§608.415 and 608.507, *Florida Statutes*, FAD Realty L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates Stephen M. Feidelman, Esq., an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State, and designates 2134 Hollywood Boulevard, Hollywood, FL 33020, the business of its Registered Agent, as its Registered Office in the state of Florida.



Daniel Russell, as Authorized Representative

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

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TALLAHASSEE, FLORIDA

*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.*

  
\_\_\_\_\_  
Stephen M. Feidelman

5-11-05

(Date)

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TALLAHASSEE, FLORIDA