

Dec 28 2005 10:50AM

BARITZ & COLMAN

561 750 0910

P. 1

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Public Access System

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.

(((H05000286078 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 : BARITZ & COLMAN LLP  
Account Number : K20000000130  
Phone : (561) 750-0910  
Fax Number : (561) 750-5045

LIMITED LIABILITY COMPANY

PSL/VERO LLC

Certificate of Status	1
Certified Copy	1
Page Count	5
Estimated Charge	\$160.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 DEC 28 AM 6:54

FILED

✓ 12/24/05

Electronic Filing Menu

Corporate Filing

Public Access Help

Sp



December 16, 2005

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

BARRITZ & COLMAN LLP

SUBJECT: PSL/VERO LLC  
REF: 705000055372

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 508, 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.

Articles of Organization cannot include merger documents. A merger is a separate filing. Also, your merger document refers to PSL VERO LLC but does not give a corporation number.

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) 245-6956.

Lee Rivers  
Document Specialist

FAX Aud. #: 805000265078  
Letter Number: 103A00072302

05 DEC 28 AM 9:34  
DIVISION OF CORPORATIONS

RECEIVED

05 DEC 28 AM 6:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Plan of merger  
Articles of merger - Separate

((H05000286078 3)))

**ARTICLES OF ORGANIZATION OF  
PSL/VERO LLC**

The undersigned Manager hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I  
NAME**

The name of the limited liability company shall be **PSL/VERO LLC** (the "Company").

**ARTICLE II  
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 8135 Lake Worth Road, Suite B, Lake Worth, FL 33467

**ARTICLE III  
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Nancy B. Colman, Esq., Baritz & Colman LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

**ARTICLE IV  
DURATION**

This Company shall have perpetual existence, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the operating agreement adopted by the members.

FILED  
DEC 28 AM 6:54  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

((H05000286078 3)))

(((H05000286078 3)))

ARTICLE V  
MANAGEMENT

The Company will be managed by Manager in accordance with the Company's operating agreement. The name and address of the Manager is as follows:

NAMEADDRESS

Jeffrey Pechter

8135 Lake Worth Rd., Ste. B  
Lake Worth, Florida 33467ARTICLE VI  
RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit or not admit new members as more particularly set forth in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

ARTICLE VII  
MEMBERS' RIGHTS TO CONTINUE BUSINESS

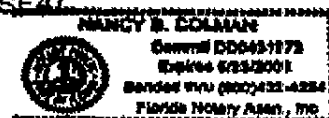
Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned Manager at Boca Raton, Florida on the 9<sup>th</sup> day of December, 2005.

  
JEFFREY PECHTERSTATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of December, 2005, by JEFFREY PECHTER, He ☒ is personally known to me or ☐ has produced \_\_\_\_\_ as identification.

NOTARY SEAL

  
Notary Public  
My commission expires:FILED  
05 DEC 28 AM 6:54  
STATE OF FLORIDA  
PALM BEACH, FLORIDA

(((H05000286078 3)))

(((H05000286078 3)))

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND  
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA  
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED  
AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **PSL/VERO LLC**

The name of the initial registered agent of the limited liability company is  
Nancy B. Colman, Esq., Baritz & Colman LLP, 150 E. Palmetto Park Road, Suite 750,  
Boca Raton, Florida 33432.

**REGISTERED AGENT ACCEPTANCE**

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 that 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.

  
Nancy B. Colman

Date: Dec. 9, 2005

**FILED**  
05 DEC 28 AM 6:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(((FID5000286078 3)))