

To: [redacted]  
Subject: 0000094536.2  
Division of Corporations

From: [redacted] Soto

Florida, October 21, 2008 4:05 PM Page 1 of 5  
https://efile.swn/.../pts/efi/ovr.exe

**LD8000099307**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850) 617-6383

From: Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

*\*FILE SECOND\**

2008 OCT 21 AM 11:27  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*000650 94536.2*

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**MARMAD, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

**T. CLINE**

OCT 22 2008

**EXAMINER**

Electronic Filing Menu

Corporate Filing Menu

Help

*\*File Second... this LLC filing needs to be filed AFTER a Incorporation filing we are submitting for "Marmad, Inc."\**

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TALLAHASSEE, FLORIDA

To .  
Subject: 000650 94536.2

From: Ricky Soto

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**MARMAD, INC.**  
**777 ARTHUR GODFREY ROAD, 4<sup>TH</sup> FLOOR**  
**MIAMI BEACH, FLORIDA 33140**

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October 21, 2008

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

**Re: MARMAD, LLC**

Dear Sir or Madam:

The undersigned, as President of Marmad, Inc., a Florida corporation, hereby authorizes use of the name "Marmad, LLC", a to-be-formed Florida limited liability company. Any potential name conflicts are hereby waived.

Thank you.

Sincerely,

MARMAD, INC., a Florida corporation

By:   
Mark R. Rubin, President

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**ARTICLES OF ORGANIZATION  
OF  
MARMAD, LLC**

**ARTICLE I  
Name**

The name of the Limited Liability Company is MARMAD, LLC (the "Company").

**ARTICLE II  
Principal and Mailing Address**

The mailing address and street address of the principal office of the Company is 777 Arthur Godfrey Road, Miami Beach, Florida 33140.

**ARTICLE III  
Registered Agent**

The name of the Company's registered agent in the State of Florida is Mark Rubin and the address of the Company's registered office is 777 Arthur Godfrey Road, Miami Beach, Florida 33140.

**ARTICLE IV  
Duration**

The period of duration for the Company shall be perpetual.

**ARTICLE V  
Management**

The Company is to be a manager-managed company and the name and address of the initial manager is:

Mark R. Rubin  
777 Arthur Godfrey Road  
Miami Beach, Florida 33140

**ARTICLE VI  
Admission of Additional Members**

Members shall have the right to admit additional members as provided by the Florida Limited Liability Company Act by a vote of a majority-in-interest of the members.

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**ARTICLE VII**  
**Members' Rights to Continue Business**

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

MEMBER:

  
Mark R. Rubin

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

PURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **MARMAD, LLC**
2. The name and address of the registered agent and office is: Mark R. Rubin, 777 Arthur Godfrey Road, Miami Beach, Florida 33140.

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent.*

  
Mark R. Rubin

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