

Florida Department of State  
Division of Corporations  
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# L14000051934

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**FLORIDA LIMITED LIABILITY CO.  
BABY RUTH, LLC.**

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STATE OF FLORIDA  
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March 28, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
LAZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: BABY RUTH, LLC.  
REF: W14000019786

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 January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis  
Regulatory Specialist II

FAX Aud. #: H14000073733  
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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION  
OF  
BABY RUTH, LLC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 6, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be BABY RUTH, LLC. ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be: 2480 Presidential Way, West Palm Beach, FL 33401 and the mailing address shall be: 2480 Presidential Way, West Palm Beach, FL 33401.

ARTICLE 3 - EFFECTIVE ADDRESS

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 8, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to own, manage and operate a yacht as well as conduct lawful business within the State of Florida and elsewhere. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is: 1111 Kane Concourse, Suite 400, Bay Harbor Islands, FL 33154. The name and address of the registered agent of this Company is Barry T. Shevlin, Esq., whose address is 1111 Kane Concourse, Suite 400, Bay Harbor Islands, FL 33154.

ARTICLE 7 - ADMISSION OF NEW MEMBERS

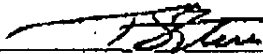
No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Organization to "manager", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

\* IN WITNESS WHEREOF, the undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization in Miami-Dade County, Florida, for the foregoing uses and purposes, this 27<sup>th</sup> day of March 2014.

  
ROBERT STEIN, as Managing Member

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE ) ss.

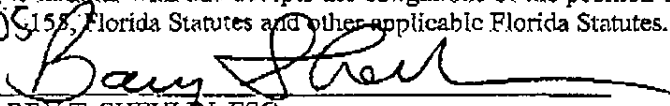
BEFORE ME, the undersigned authority, this 27<sup>th</sup> day of March 2014, personally appeared ROBERT STEIN, as managing member of BABY RUTH, LLC., who is personally known to me, and after being duly sworn on oath, deposed and said he has fully read and understood the foregoing Articles of Organization for: BABY RUTH, LLC., and he has executed same knowingly and voluntarily for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me, this 27<sup>th</sup> day of March 2014.

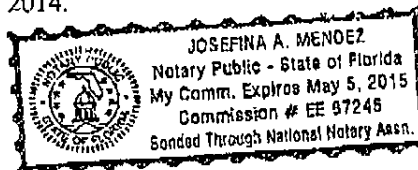
  
Notary Public, State of Florida  
Printed Name

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF ORGANIZATION**

Barry T. Shevlin, Esq., having a business office identical with the registered office the Company named above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 605.155, Florida Statutes and other applicable Florida Statutes.

  
BARRY T. SHEVLIN, ESQ.

DATED this 27<sup>th</sup> day of March 2014.



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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