

L9500000033

David M. Holstein, Esq.
(Requestor's Name)
100 S. E. 2nd Street, #3250
(Address)
Miami, FL 33131
(City, State, Zip) (Phone #)
(305) 372-3535

TELEPHONE 205.100
FAX 205.100
*****205.100 *****205.100

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Image Matters, S.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W94-26885

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 19, 1994

DAVID M. GOLDSTEIN, ESQ.
100 S.E. 2ND STREET, #2750
MIAMI, FL 33131

SUBJECT: IMAGE MAITERS, L.C.
Ref. Number: W94000026885

We have received your document for IMAGE MAITERS, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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 (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 294A00053633

Corp. name should read Image Maiters, L.C.

LAW OFFICES OF
DAVID M. GOLDSTEIN
SUITE #780
100 SOUTHEAST SECOND STREET
MIAMI, FLORIDA 33131
TELEPHONE (305) 372-3835
TELEFAX (305) 577-0232

DAVID M. GOLDSTEIN
— — —
MEMBER OF FL, NY, & NJ BARS

January 11, 1995

ATTN: DORIS BROWN
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Image Matters, L.C.
Ref. No.: W94000026885

Dear Ms. Brown:

Pursuant to our conversation this date, please find enclosed the following:

1. Articles of Organization of Image Matters, L.C.;
2. and an Affidavit.

Please process immediately.

Thank you for your prompt attention to this matter.

Sincerely,


DAVID M. GOLDSTEIN

DMG/ss

Dictated by David M. Goldstein,
but signed & mailed in his
absence to avoid delay.

Encl.

ARTICLES OF ORGANIZATION OF IMAGE MATTERS, L.C.

The undersigned hereby certify that we have associated ourselves 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. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

IMAGE MATTERS, L.C

The name of the liability company shall be IMAGE MATTERS, L.C., and its principal place of business shall be in the City of Miami, County of Dade, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PURPOSES AND POWERS

The general nature of the business of businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provision of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in

any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in associations with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the Stat of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of Five Hundred Dollars (\$500.00) cash shall be paid to the limited liability company by the two (2) member in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE IV

PROFITS AND LOSSES

(a) **Sharing of Profits.** The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company.

(b) **Losses.** All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE V

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE VI

DURATION

This limited liability company shall exist until January 1, 2020, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 100 S.E. 2nd Street, Suite 2750, in the City of Miami, County of Dade, State of Florida.

ARTICLE VIII

MANAGEMENT

This limited liability company shall be managed by one manager. The name and address of the person who shall serve as such until the first annual meeting of member or until a successor is elected and qualify is as follows: SUSAN SZE, 100 S.E 2nd Street, Suite 2750, Miami, Florida 33131.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is DAVID M. GOLDSTEIN, 100 S.E. 2nd Street, Suite 2750, Miami, Florida 33131, City of Miami, County of Dade, State of Florida, and the name of its initial registered agent at such address is DAVID M. GOLDSTEIN. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."


DAVID M. GOLDSTEIN

ARTICLE X

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent.

Contributions required of new member shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of IMAGE MATTERS, L.C.

Executed by the undersigned at Miami, Dade County, Florida on 11-11-95 day of January, 1995.

SUSAN SZE

FILED
25 JAN 12 PM 12:41
CLERK OF CIRCUIT COURT
MIAMI, FLORIDA

AFFIDAVIT

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared SUSAN SZE
whom after being first duly sworn deposes and says:

1. That this is a limited liability company with two (2) members whose
names are: Rein Westrate and Susan Sze.
2. That the amount of cash contributed is \$500.00.
3. That there is no other property other than the cash contributed.
4. That the total amount of cash or property anticipated to be
contributed by the members is \$500.00

FURTHER AFFIANT SAYETH NOT.

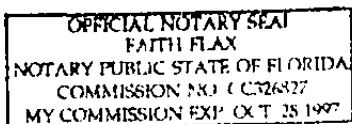
Susan Sze
SUSAN SZE

SWORN TO AND SUBSCRIBED before me this 1st day of January,
1995.

I, the undersigned, a notary public in and for said county in the State
aforesaid, do hereby certify that Susan Sze personally known to me, and who
after taking an oath stated that the foregoing information is true and correct.

MY COMMISSION EXPIRES

Faith Flax
NOTARY PUBLIC, State of Florida



L 9500000033

LAW OFFICES OF
DAVID M. GOLDSTEIN

SUITE 2780
100 SOUTHEAST SECOND STREET
MIAMI, FLORIDA 33131
TELEPHONE (305) 372-3535
TELEFAX (305) 577-0232

DAVID M. GOLDSTEIN
MEMBER OF FL, NY, & NJ BARS

FILED
MAR 27 11:10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 17, 1995

ATTN: BETH REGISTRY
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Change Name of Image Matters, L.C.
to Insight Matters, L.C.

Dear Ms. Registry:

Per our conversation Monday, March 13, 1995, you indicated that we had to submit a Certificate of Amendment (which is enclosed herein) with the changes at your expense.

Thank you for your assistance in this matter.

Sincerely,



DAVID M. GOLDSTEIN

DMG/ss

Encl.

MC
FD
3/28

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

Image Matters, L.C.

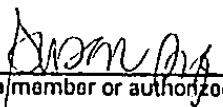
(Present Name)

FIRST: The date of filing of the articles of organization was 1-12-95.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

Change name of Corporation to: Insight Matters, L.C.

Dated March 17, 19 95.


Signature of a member or authorized representative of a member

Susan Sze

Typed or printed name of person signing



FILED
95 MAR 27 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILE NOW: Fee after May 1, will be \$263.75

APPROVED
AND
FILED

01 00:53

STATE
OF FLA

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		 FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS	
FILING FEE \$ 238.75		Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company INSIGHT MATTERS, L.C. 100 S.E. 2ND STREET SUITE 2750 MIAMI FL 33131		DOCUMENT #L95000000033 1a. Principal Place of Business Address 100 S.E. 2ND STREET SUITE 2750 MIAMI FL 33131	
If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.			
2. Principal Place of Business 770 CLAUGHTON ISLAND → SAME Suite, Apt. #, etc. P.H. 14 City & State MIAMI FL Zip 33131 Country U.S.A.		2a. Mailing Address SAME Suite, Apt. #, etc. SAME City & State MIAMI FL Zip 33131 Country USA	
3. Date Organized or Qualified 01/12/1995		3a. State of Formation FL	
4. FEI Number 65-0555923		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report = FIRST		6. Certificate of Status Desired <input type="checkbox"/> \$0.75 Additional Fee Required	
7. Name and Address of Current Registered Agent GOLDSTEIN, DAVID M 100 S.E. 2ND STREET SUITE 2750 MIAMI FL 33131		8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. 200001824802 -05/22/96--01073--012 ****238.75 ****238.75 City FL Zip Code	
9. Pursuant to the provisions of Sections 608.410 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the change as registered agent, and accept the obligation.			
SIGNATURE  MARINUS A. WESTSTRATE		DATE APRIL 10, 1996	
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	SZE, SUSAN GROSS, MIMI MARINUS WESTSTRATE, MARINUS A.	100 S.E. 2ND STREET, SUITE 770 CLAUGHTON ISLAND PH 14 Miami FL 33131	MIAMI FL MIAMI, FLORIDA; 33131

REMITTED BY MAY 1

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE:



MARINUS A. WESTSTRATE

APRIL 10, 1996

5-21
AD