

CORPORATION INFORMATION
SERVICES, INC
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0191 FAX

800-342-8086

CSC networks

Mail To
P.O. Box 5028
Tallahassee, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 553498 9347A

AUTHORIZATION :

Patricia T. Pyette

COST LIMIT : 9 285

ORDER DATE : March 6, 1995

ORDER TIME : 8:33 AM

2000001422642

ORDER NO. : 553498

CUSTOMER NO: 9347A

CUSTOMER: Steven P. Kushner, Esq
GOLDBERG GOLDSTEIN & BUCKLEY

1515 Broadway Street
P. O. Box 2366
Fort Myers, FL 33901

DOMESTIC FILING

L 95000000179

NAME: U-ZONE DADE, L.C.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensel

EXAMINER'S INITIALS:

pn
3-7-95
e

RECEIVED
MAR -7 1995
TALLAHASSEE

FILED
MAR -7 1995
TALLAHASSEE

ARTICLES OF ORGANIZATION
OF
U-ZONE DADE, L.C.

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SE
TALLAHASSEE, FLORIDA

The undersigned subscribing members to these Articles of Organization, heroby form a Limited Liability Company ("LLC") under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Limited Liability Company is U-ZONE DADE, L.C.

ARTICLE II

DURATION AND COMMENCEMENT OF EXISTENCE

The existence of the Limited Liability Company shall commence upon the date of execution hereof. The Limited Liability Company shall exist for thirty (30) years from the such date unless sooner terminated as provided herein.

ARTICLE III

PURPOSE

This Limited Liability Company is organized for the purposes of transacting any and all lawful business authorized for Limited Liability Companies organized in Florida.

ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Limited Liability Company's principal office is 9280 College Parkway, #204, Fort Myers, Florida 33919.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Limited Liability Company is Steven P. Kushner. The street address of the initial registered office of this Limited Liability Company is c/o Goldberg, Goldstein & Buckley, P.A., 1515 Broadway, Fort Myers, Florida 33901.

Having been named to accept service of process for U-ZONE DADE, L.C., I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ACCEPTED (BY: Steven P. Kushner)

Steven P. Kushner

ARTICLE VI

CAPITAL

The minimum capital of the Limited Liability Company is Four Hundred Dollars (\$400.00) shall be paid in cash. Additional capital contributions may be required in accordance with the terms of the Agreement of Operations, or Regulations, of U-Zone Dade, L.C.

ARTICLE VII

ADMISSION OF NEW MEMBERS

The admission of new Members shall be solely by majority vote (in interest) of the existing members.

ARTICLE VIIIDISSOLUTION - WINDING UP - LIQUIDATION

A. Dissolution. Subject to the terms of Subsection B, below, the Limited Liability Company shall be dissolved on the happening of any of the following events:

1. Termination of the terms specified herein.
2. Withdrawal, retirement, death, resignation, bankruptcy or expulsion of any Member.
3. Dissolution of any Member who is an entity.
4. Agreement of the Members.

B. Right to Continue Business. Notwithstanding Subsection A above, the non-terminated Members ("Remaining Members") of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company, despite the occurrence of any event which terminates the continued membership of a Member in the Limited Liability Company. The exercise of this right to continue shall be by written notice by any one or more of the Remaining Members (representing at least a majority of the interests in the Limited Liability Company) to the other Remaining Members within thirty (30) days of any event described in Subsection A. of this Article.

ARTICLE IXMANAGEMENT

The Limited Liability Company shall be managed by a committee appointed by the Members whose respective names and addresses are:

Gary Delanois
43 Timberland Circle So.
Fort Myers, FL 33919

Carlos Weil
16745 Pheasant Court
Fort Myers, FL 33906

IN WITNESS WHEREOF, the undersigned subscribing members have executed these Articles of Organization of U-ZONE DADE, L.C., effective this 3RD day of March, 1995.

WITNESSES;

AMERICHEM, INC., a Florida corporation

By:

Carlos Weil, President

Carlos Weil, Individually

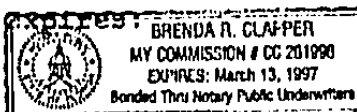
Gary Delanois, Individually

State of Florida
County of Lee

I HEREBY CERTIFY that before me this day, personally appeared, CARLOS WEIL, to me known to be the individual described in and who executed the foregoing Articles of Organization and acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named, this 3RD day of March, 1995.

My Commission Expires:



Brenda R. Clapper
Notary Public

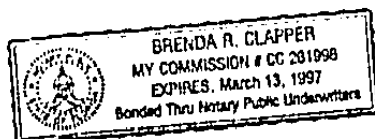
Brenda R. Clapper
Print Name

State of Florida
County of Lee

I HEREBY CERTIFY that before me this day, personally appeared, GARY DELANOIS, to me known to be the individual described in and who executed the foregoing Articles of Organization and acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named, this 3RD day of March, 1995.

My Commission Expires:



Brenda R. Clapper
Notary Public

Brenda R. Clapper
Print Name

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SECRET
TALLAHASSEE, FLORIDA
AFFIDAVIT
OF MEMBERSHIP AND CONTRIBUTIONS
U-ZONE DADE, L.C.

THE UNDERSIGNED being a member of U-ZONE DADE, L.C., deposes and says:

1. the above named limited liability company has at least two members;
2. the total amount of cash contributed by the members is \$400.00;
3. the total amount of cash anticipated to be contributed by members is \$300400.-. It is not anticipated that any non-cash property will be contributed. This amount includes the totals from 2 and 3.

WITNESSES:

U-ZONE DADE, L.C., a
Florida limited liability company

By: [Signature]
Carlos Weil, Member

[Signature]
[Signature]
STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that before me this day, personally appeared, CARLOS WEIL, as a Member of U-Zone Dade, L.C., to me known to be the individual described in and who executed the foregoing Affidavit and acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named, this 6TH day of March, 1995.

My Commission Expires:

[Signature]
Notary Public

[Signature]
Print Name



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

FILING FEE \$ 238.75		Annual Report \$100.00 + \$138.78 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company U-ZONE DADE, L.C. 8280 COLLEGE PARKWAY #204 FORT MYERS FL 33919		DOCUMENT #L95000000179	
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country	
3. Date Organized or Qualified 03/07/1995		3a. State of Formation FL	
4. FET Number 65-0565386		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report		6. Certificate of Status Desired <input type="checkbox"/> Additional Fee Required	
7. Name and Address of Current Registered Agent KUSHNER, STEVEN P GOLDBERG GOLDSTEIN & BUCKLEY P.A. 1515 BROADWAY FORT MYERS FL 33901		8. Name and Address of New Registered Agent Name STEVEN P KUSHNER Street Address (P.O. Box Number is Not Acceptable) 1375 JACKSON STREET Suite, Apt. #, etc. TIDEWATER BLDG SUITE 202 City FT MYERS Zip Code FL 33901	
9. Pursuant to the provisions of Sections 608.416 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 appointment as registered agent, and accept the obligations			
SIGNATURE _____ DATE _____ (If registered Agent Accepting Appointment) (If not, then signed by and signature required of a representative)			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	DELANOIS, GARY	49 TIMBERLAND CIRCLE SOUTH	FORT MYERS FL
MEM	WEIL, CARLOS	6745 PHEASANT COURT	FORT MYERS FL
			7000001733307 -03/05/96--01131--001 ****477.50 ****238.75
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 annual 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: _____			