

L95000000218

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

of _____
RE: Permanet, L.C.

C.C. FEE. DISBURSED

☒ Capital Express™
☒ Art of Inc. File L.C.
☐ Corp. Record Search
☐ Ltd. Partnership File
☐ Foreign Corp. File
☒ () Cert. Copy(s)
☐ Art. of Amend. File
☐ Dissolution/Withdrawal
☒ C U S. 95
☐ Fictitious Name File
☐ Name Reservation
☐ Annual Report/Reinstatement
☐ Reg. Agent Service
☐ Document Filing
☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ File No.'s. _____ Copies
☐ Courier Service
☐ Shipping/Handling
☐ Phone () _____
☐ Top Priority
☐ Express Mail Prep
☐ FAX () _____ pgs

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY PAK

WALK-IN 3201200
Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum

THANK YOU
from
Your Capital Connection

ARTICLES OF ORGANIZATION

ARTICLES OF ORGANIZATION OF DORANAL, L.C.

FILED

RECEIVED 11/12/00

CLERK OF DISTRICT COURT

The undersigned 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 serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be DORANAL, L.C., and its principal office shall be located at 152 Northwest 168th Street, in the City of North Miami Beach, County of Dade, State of Florida, 33162, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, 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 set forth in these Articles 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 provisions of these 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, 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 in these Articles and 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 this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do 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 set forth in these Articles, either alone or in association with others incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

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 contained in these Articles 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 Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF 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 IV

MANAGEMENT

This limited liability company shall be managed by two (2) managers who shall be Co-Managers. The names and addresses of the persons who shall serve until their successors are elected and qualified are as follows: Donald Zinner, 152 N.W. 168 St., N. Miami Beach, FL 33162 and Lawrence Fishkin, 152 N.W. 168 St., N. Miami Beach, FL 33162.

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members 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 the written consent of a majority in interest of the members.

On 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 on unanimous consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

The total amount of cash and other property being contributed by the members of this Company are as follows:

Name of Member

Contribution

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF

ARTICLE VII

DURATION

This Company shall have a duration of thirty (30) years from the date of filing of these Articles of Organization with the Florida Department of State. However, the duration can be extended by agreement among the members, but shall not have a perpetual existence.

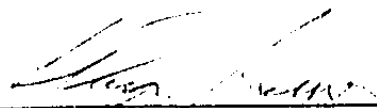
ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 7700 North Kendall Drive, Suite 803, Miami, Florida 33156, and the name of the company's initial registered agent at that address is Wayne H. Rassner.

The undersigned, being a representative of one of the original members of the limited liability company, acting under power of attorney, certifies that this instrument constitutes the proposed Articles of Organization of DORANAL, L.C.


Executed by the undersigned at City of Miami, County of DADE, and State of Florida, on the 15 day of March, 1995.



Wayne H. Rassner, as attorney in fact for Donald Zinner

The foregoing instrument was acknowledged before me this 15 day of March, 1995, by Wayne H. Rassner, as attorney in fact for Donald Zinner, identified by personally known.

Notary Seal/Stamp:



NOTARY PUBLIC, STATE OF FLORIDA

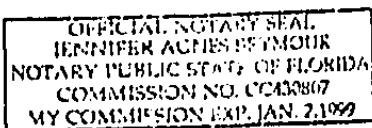


EXHIBIT "A"
TO ARTICLES OF ORGANIZATION OF DORANAL, L.C.,
a Florida Limited Liability Company,
CONSISTING OF THE NAMES OF ITS MEMBERS AS OF THE DATE OF
FORMATION AND THE TOTAL AMOUNT OF CASH AND/OR THE VALUE OF OTHER
PROPERTY CONTRIBUTED BY SUCH MEMBER FOR THEIR PERCENTAGE INTEREST THEREIN

<u>Name of Member</u>	<u>Percentage of Membership Interest</u>	<u>Contribution</u>
1. Donald Zinner	50%	\$55,000.00
2. Lawrence Fishkin	50%	\$55,000.00

Statement Designating Registered Agent and Office

FILED

State of Florida)
)
County of Dade)

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is DORANAL, L.C.

The name of the registered agent for DORANAL, L.C., is Wayne H. Rassner and the street address of the company's principal office where the agent is located is 7700 North Kendall Drive, Suite 803, Miami, Florida 33156.

This statement is to acknowledge that, as indicated above, DORANAL, L.C. has appointed me, Wayne H. Rassner, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 and accept the obligations of my position as registered agent.

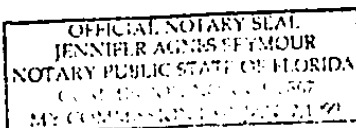
Dated March 15, 1995.




Wayne H. Rassner

The foregoing instrument was acknowledged before me this 15 day of MARCH, 1995, by Wayne H. Rassner, agent on behalf of DORANAL, L.C., a limited liability company. He is personally known to me or has produced N/A, as identification.

Notary Seal/Stamp:





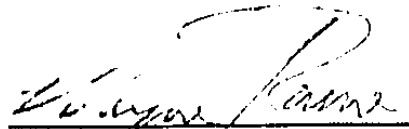
NOTARY PUBLIC, STATE OF FLORIDA

Affidavit of Membership and Contributions

State of Florida)
)
County of Dade)

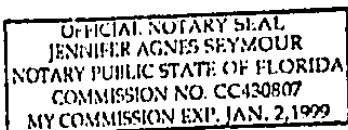
In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of DORANAL, L.C., deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$110,000.00.


WAYNE H. RASSNER, as attorney in
fact for Donald Zinner

The foregoing instrument was acknowledged before me this 15 day of MARCH, 1995, by Wayne H. Rassner, as attorney in fact for Donald Zinner, a member of DORANAL, L.C., a limited liability company. He is personally known to me or has produced N/A, as identification.

Notary Seal/Stamp:




NOTARY PUBLIC, STATE OF FLORIDA

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

L9500000218
LIMITED LIABILITY COMPANY
ANNUAL REPORT
1995
FLORIDA DEPARTMENT OF STATE
Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE
DOCUMENT #L95000000218

FILED
96 FEB 16 PM 3:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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
DORANAL, L.C.
152 NORTHWEST 168TH STREET
NORTH MIAMI BEACH FL 33162

1a. Principal Place of Business Address
152 NORTHWEST 168TH STREET
NORTH MIAMI BEACH FL 33162

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business
SAME
Suite, Apt. #, etc.
City & State
Zip
Country

3. Date Organized or Qualified
03/20/1995
4. PEF Number
650578703
5. Date of Last Report
6. Certificate of Status Desired
☐ Applied For
☐ Not Applicable
☐ \$2.75 Additional Fee Required

7. Name and Address of Current Registered Agent
RASSNER, WAYNE H
7700 NORTH KEDALL DRIVE
SUITE 803
MIAMI FL 33156

8. Name and Address of New Registered Agent
Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc.
City

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 _____
(Registered Agent Accepting Appointment) (RSE: Registered Agent signature required when reappointing)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	ZINNER, DONALD	152 NORTHWEST 168TH STREET	NORTH MIAMI BEACH FL
MGR	FISHKIN, LAWRENCE	152 NORTHWEST 168TH STREET	NORTH MIAMI BEACH FL

2/21/96
Overpaid \$25.00

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: _____
1-305-
2-14-96 999-0072