

1200 HAYS STREET

800-343-8086



PRESIDENTIAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 072100000032

REFERENCE : 628165 83810A

AUTHORIZATION :

COST LIMIT : 9305.00

ORDER DATE : June 28, 1995

ORDER TIME : 11:38 AM

ORDER NO. : 628165

CUSTOMER NO: 83810A

600001526106

CUSTOMER: Jeffrey Feinberg, Esq  
FEINBERG & MAIDENBAUM

Suite 300  
4651 Sheridan Street  
Hollywood, FL 33021

DOMESTIC FILING

NAME: VERDERBER INVESTMENTS LIMITED  
COMPANY

☐ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP  
☒ LIMITED LIABILITY COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN JUL 11 1995

FILED  
95 JUN 29 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1127



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 29, 1995

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: VERDERBER INVESTMENTS LIMITED COMPANY  
Ref. Number: W95000013254

We have received your document for VERDERBER INVESTMENTS LIMITED COMPANY and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

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.

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) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 995A00031903

ARTICLES OF ORGANIZATION OF  
VERDERBER INVESTMENTS LIMITED COMPANY

FILED  
95 JUN 27 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**

**NAME**

The name of the limited liability company shall be VERDERBER INVESTMENTS LIMITED COMPANY, and its principal place of business shall be in the City of Opa Locka, 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**

**MEMBERS**

The names of the initial two (2) members of the limited liability company are:

JOSEPH E. VERDERBER, SR.  
3805 N.W. 132 Street  
Opa Locka, Florida

JUDITH VERDERBER  
3805 N.W. 132 Street  
Opa Locka, Florida

**ARTICLE III**

**PURPOSES AND POWERS**

The general nature of the business or 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 provisions 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 any of the powers herein set forth, either alone or in association 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 State 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 statement 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 IV**

##### **CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$1,000 cash shall be paid to the limited liability company by both members 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 V**

##### **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 company. 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 on the anniversary date of the commencement of business of the limited liability company, the month and day of such commencement date being July 1, 1995.

(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 VI**

##### **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 VII**

##### **DURATION**

This limited liability company shall exist until July 1, 2025, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### **ARTICLE VIII**

##### **PRINCIPAL PLACE OF BUSINESS**

The principal office of this limited liability company shall be located at 3805 N.W. 132 Street, in the City of Opa Locka, County of Dade, State of Florida.

**ARTICLE IX**  
**MANAGEMENT**

This limited liability company shall be managed by one (1) manager. The name and address of the person who shall serve as such until the first annual meeting of members or until a successor is elected is JOSEPH E. VERDERBER, SR., whose address is 3805 N.W. 132 Street, Opa Locka, Florida.

**ARTICLE X**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 4651 Sheridan Street, Suite 300, Hollywood, FL 33021, County of Broward, State of Florida, and the name of its initial registered agent at such address is JEFFREY FEINBERG, ESQUIRE.

**ARTICLE XI**  
**RESTRICTIONS ON MEMBERSHIP**

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 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 VERDERBER INVESTMENTS LIMITED COMPANY.

Executed by the undersigned at Hollywood, Florida, on June 27, 1995.

  
\_\_\_\_\_  
JEFFREY FEINBERG  
Authorized Representative

STATE OF FLORIDA )

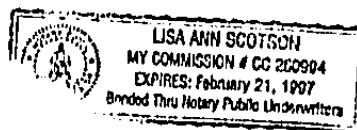
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared Jeffrey Feinberg to me well known and known to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official seal this 27th day of June, 1995.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:





AFFIDAVIT

STATE OF FLORIDA)

COUNTY OF BROWARD)

Before the undersigned, an officer duly commissioned by the Laws of the State of Florida, on this 5th day of July, 1995, personally appeared JEFFREY FEINBERG, who having been first duly sworn deposes and says:

1. That he is an authorized representative of Verderber Investments Limited Company.
2. That Verderber Investments Limited Company consists of two (2) members; JOSEPH E. VERDERBER, SR. and JUDITH VERDERBER.
3. That the actual amount of the initial cash contribution is \$1,000 each from both members.
4. That the agreed value of any property other than cash contributed is \$5,000.00.
5. That the total amount of cash or property anticipated to be contributed by the members is \$6,000.00.

VERDERBER INVESTMENTS LIMITED COMPANY

By: *Jeffrey Feinberg*  
JEFFREY FEINBERG, Authorized Representative

SWORN TO AND SUBSCRIBED BEFORE ME, this 5th day of July, 1995.

*Lisa A. Scotson*  
Notary Public

My Commission Expires:




DESIGNATION OF REGISTERED AGENT

(ATTACHED TO ARTICLES OF ORGANIZATION AND MADE A PART THEREOF)

Pursuant to Chapter 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Organization of said corporation, to which this document is attached:

THAT, The name of this limited liability company is VERDERBER INVESTMENTS LIMITED COMPANY, desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Organization in the City of Hollywood, County of Broward, State of Florida, has named Jeffrey Feinberg, Esquire, located at 4651 Sheridan Street, Suite 300, Hollywood, County of Broward, State of Florida, as its Registered Agent to accept service of process within this State.

  
\_\_\_\_\_  
Jeffrey Feinberg  
Resident Agent

FILED  
95 JUN 29 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

L9500000533  
LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996  
DIVISION OF CORPORATIONS

FILED

96 FEB 16 PH 2:25

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  
DOCUMENT #L9500000533

VERDERBER INVESTMENTS LIMITED COMPANY  
3805 N.W. 132 STREET  
OPA LOCKA FL

1c. Principal Place of Business Address

3805 N.W. 132 STREET  
OPA LOCKA FL

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

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		2801 S. Park Rd.		06/29/1995	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Hallandale, FL 33009		Hallandale, FL 33009		65-0592253	
Zip	Country	Zip	Country	5. Date of Last Report	6. Certificate of Status Desired <input type="checkbox"/> No Annual Fee Required

7. Name and Address of Current Registered Agent

FEINBERG, JEFFREY ESQ.  
4651 SHERIDAN STREET  
SUITE 300  
HOLLYWOOD FL 33021

8. Name and Address of New Registered Agent

Name  
Marvin Moss ESQ.  
Street Address (P.O. Box Number is Not Acceptable)  
20801 Biscayne Blvd. #506  
Suite, Apt. #, etc.  
#506  
City  
North Miami Beach FL  
Zip Code

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 appoint the appointment as registered agent, and accept the obligations.

SIGNATURE *Marvin Moss* DATE 2/14/96  
(Registered Agent Accepting Appointment) (Not for Registered Agent signature required when reappointing)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	VERDERBER, JOSEPH E SR	3805 N.W. 132 STREET	OPA LOCKA FL
MEM	VERDERBER, JUDITH	3805 N.W. 132 STREET	OPA LOCKA FL

0000001721180  
-02/22/96--01025--015  
\*\*\*\*238.75 \*\*\*\*238.75

2/21/96 *Am*

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 in an attachment with an address

SIGNATURE: *Marvin Moss* 2/14/96 954 987 9656  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGER OR MANAGER OF COMPANY  
Date Daytime Phone #