

# L95000000862

BAUR, MILLER & WEBNER, P.A.  
ATTORNEYS AT LAW

MICHAEL C. TAUSCH, J.D.

21<sup>ST</sup> FLOOR NEW WORLD TOWER  
100 NORTH BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33132-2300  
TELEPHONE (305) 377-3561  
TELEFAX (305) 371-4300

04. November 1995

**VIA FEDERAL EXPRESS**

Florida Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32399

800001681368  
-11/08/95--01002--001  
\*\*\*285.00 \*\*\*285.00

**Re:** The Aircar System Liability Company

Dear Sirs:

For purposes of filing enclosed please find the duly-executed Articles of Organization for the above-referenced limited liability company, the Acceptance of Registered Agent, the Affidavit executed by one of the members and our client's check in the amount of \$285.00, corresponding to the filing fee of \$250.00 for the Articles of Organization and \$35.00 for the Acceptance of Registered Agent.

In the event you have any questions concerning the new limited liability company, please let us know. We otherwise look forward to receipt of confirmation of registration and remain

Sincerely,

BAUR, MILLER  
& WEBNER, P.A.

  
Michael Tausch

Encls. (as indicated)

FILED  
55 NOV -8 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

51  
11/09

ARTICLES OF ORGANIZATION  
**THE AIRCAR SYSTEM LIMITED COMPANY**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a Limited Liability Company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act (the "Act"), does hereby adopt the following Articles of Organization for such Company:

1. **Name.** The name of this limited liability company is THE AIRCAR SYSTEM LIMITED COMPANY (the "Company").
2. **Duration.** The Company shall exist from the date of filing of these Articles of Organization with the Department of State until the earlier of (i) thirty (30) years from the date of filing or (ii) the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
3. **Purpose.** The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
4. **Registered Agent and Office.** The name of the initial registered agent of the Company is Heinz Michael Margaritoff. The street address of the initial registered agent of the Company is 123 Seminole Avenue, Palm Beach, Florida 33480.
5. **Place of Business and Principal Office.** The Company's place of business is 123 Seminole Avenue, Palm Beach, Florida 33480.
6. **Contributions to the Company.** The total amount of cash initially contributed to the Company by each member is as follows: Heinz Michael Margaritoff: \$9900.00; Maria Isabel Margaritoff: \$100.00. No additional contributions have been agreed upon.
7. **Additional Members.** The members shall not have the right to admit additional members to the Company except as otherwise provided in the Company's Regulations and Operating Agreement.
8. **Termination of Membership.** Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by the procedures specified in the Company's Regulations and Operating Agreement, consent to continue the business of the Company.
9. **Management of the Company.** The business of the Company shall be managed by the members in proportion to their contributions to the capital of the Company, as adjusted from time to time properly to reflect any additional contributions or withdrawals by the members. The names and addresses of the initial members of the Company are:

Name

Address

Heinz Michael Margaritoff

123 Seminole Avenue  
Palm Beach, Florida 33480

Maria Isabel Margaritoff

123 Seminole Avenue  
Palm Beach, Florida 33480

10. **Regulations.** At the time of executing these articles of organization, the members of the Company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles. The power to alter, amend or repeal these regulations shall be vested in the members of this Company if decided by majority vote.

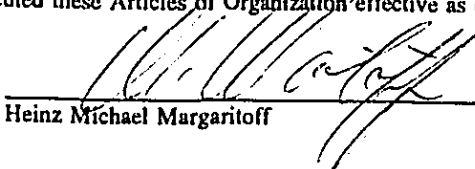
11. **Date of Existence of the Company.** The existence of the Company shall commence on the date of filing the Articles of Organization with the Florida Department of State.

12. **Transfer of Interest.** No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all the members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

13. **Certificated Interests.** The members' interests in the Company may be evidenced by certificates.

14. **Amendments.** These articles, except with respect to the vested rights of the members, may be amended from time to time by a majority in interest of the members of the Company. All members of the Company agree to abide by the majority decision and agree to sign the certificate of amendment corresponding to such amendments for the purpose of filing with the Florida Department of State, consistent with the Act.

The undersigned, as member of the Company, executed these Articles of Organization effective as of the \_\_\_\_\_ day of November, 1995.

  
Heinz Michael Margaritoff

State of Florida )  
                          ) SS:  
County of Palm Beach )

The foregoing instrument was sworn to and acknowledged before me this 6th day of October, 1995, by Heinz Michael Margaritoff, who is known to me or who presented FL DRIV Lic # M626-333-SD-019-0 as evidence of his identity and who did did not take an oath.  
EXP 01-19-2002

  
NOTARY PUBLIC

State of Florida at Large  
Commission No.  
My Commission Expires:



GREGORY K WEADOCK  
My Commission CC429396  
Expires Dec 26, 1998  
Bonded by HAI  
800-422 1555

**ACCEPTANCE OF REGISTERED AGENT**

I hereby accept my appointment as registered agent, and state that I am familiar with and accept the duties and responsibilities as such registered agent, for THE AIRCAR SYSTEM LIMITED COMPANY, a Florida limited liability company.



Heinz Michael Margaritoff  
123 Seminole Avenue  
Palm Beach, Florida 33480

CORPLLC/MIN/ROT.ARO  
11/8/94

FILED  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**AFFIDAVIT**

STATE OF FLORIDA            )  
                                      ) SS:  
COUNTY OF PALM BEACH    )

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

BEFORE ME, the undersigned authority, personally appeared HEINZ MICHAEL MARGARITOFF, of 224 Pendleton Avenue, Palm Beach, Florida 33480, who, having been first duly sworn, deposes and says:


1. Affiant is a member of THE AIRCAR SYSTEM LIMITED COMPANY, a Florida limited liability company in formation (the "Company").
2. The Company has two (2) members.
3. The total amount of cash initially contributed to the Company by each member is as follows:

<u>Member Name</u>	<u>Contribution</u>
Heinz Michael Margaritoff	\$9900.00
Maria Isabel Margaritoff	\$ 100.00

4. No property other than cash has been contributed to the Company by the members.
5. No additional contributions have been agreed upon.

This affidavit is made and given by affiant as a member of the Company, in accordance with Section 608.407 (2) of the Florida Limited Liability Company Act, with full knowledge of applicable Florida laws regarding sworn affidavits and the penalties and liabilities resulting from false statements and misrepresentations therein.

FURTHER AFFIANT SAYETH NAUGHT.

  
\_\_\_\_\_  
Heinz Michael Margaritoff

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

SS:

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of November, 1995, by HEINZ MICHAEL MARGARITOFF, who is personally known to me or who produced FL DRIV. LIC # M626-333-S0-019-0 EXP. 01-19-2000 as evidence of his identity and did not take an oath.

Gregory K. Weadock  
NOTARY PUBLIC  
State of Florida at Large  
Commission No.  
My Commission Expires:



GREGORY K WEADOCK  
My Commission CC429396  
Expires Dec 28, 1998  
Bonded by HAI  
800-422 1555

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

APPROVED  
AND  
FILED

1996 MAR 29 PM 3:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra P. Mortham  
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  
**DOCUMENT # L95000000862**

THE AIRCAR SYSTEM LIMITED COMPANY  
123XSEMINOLEXWAYE.  
PALM BEACH FL 33480

1a. Principal Place of Business Address

123-SEMINOLE-AVE.-  
PALM BEACH FL 33480

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

2. Principal Place of Business 132 Seminole Avenue Suite, Apt. #, etc.		2a. Mailing Address 132 Seminole Avenue Suite, Apt. #, etc.		3. Date Organized or Qualified 11/08/1995		3a. State of Formation FL	
City & State		City & State		4. FEI Number 65-0627275		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
Zip	Country	Zip	Country	5. Date of Last Report		6. Certificate of Status Desired <input type="checkbox"/> Additional Fee Required <input type="checkbox"/>	

7. Name and Address of Current Registered Agent

MARGARITOFF, HEINZ M  
123-SEMINOLE-AVE.  
PALM BEACH FL 33480

8. Name and Address of New Registered Agent

Name  
Street Address (P.O. Box Number is Not Acceptable)  
132 Seminole Avenue  
Suite, Apt. #, etc.  
City  
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 accept the appointment as registered agent, and accept the obligations

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
(Registered Agent Accepting Appointment) (311 Registered Agent signature required when reappointing)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	MARGARITOFF, HEINZ M	123-SEMINOLE-AVE.	PALM BEACH FL
MEM	MARGARITOFF, MARIA I	123-SEMINOLE-AVE.	PALM BEACH FL
		132 Seminole Avenue	
		132 Seminole Avenue	

100001770171  
-04-05/96--01013--013  
\*\*\*\*238.75 \*\*\*\*238.75

WSP  
3/29/96

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: \_\_\_\_\_

03.14.96 407-6556669