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TALLAHASSEE, FL 32301  
322-9171  
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96 MAR 25 PM 1:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CSC networks**  
PRESTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 888089 4346978

AUTHORIZATION :

200001765892  
-04/02/96--01031--002  
\*\*\*\*337.50 \*\*\*\*337.50

COST LIMIT : \$ PREPAID

ORDER DATE : March 20, 1996

ORDER TIME : 9:34 AM

ORDER NO. : 888089

CUSTOMER NO: 4346978

W96-6177

CUSTOMER: Richard J. Alan Cahen, Esq  
SCHANTZ SCHATZMAN & AARONSON,  
P.A.  
Suite 1050  
200 South Biscayne Boulevard  
Miami, FL 33131-2394

DOMESTIC FILING

NAME: MARSHALL WEINERMAN  
ENTERPRISES, L.L.C.

EFFECTIVE DATE:

☒ ARTICLES OF ORGANIZATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
96 MAR 20 PM 11:44  
DIVISION OF CORPORATION  
KATHY H. MAR 27 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 21, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: MARSHALL WEINERMAN ENTERPRISES, L.L.C.  
Ref. Number: W96000006177

We have received your document for MARSHALL WEINERMAN ENTERPRISES, L.L.C. and check(s) totaling \$337.50. However, your check(s) and document are 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) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 196A00013127

*Resubmit -  
Affidavit is  
attached (last page)*

RECEIVED  
96 MAR 26 AM 10:08  
DIVISION OF CORPORATIONS

**ARTICLES OF ORGANIZATION**  
**- OF -**  
**MARSHALL WEINERMAN ENTERPRISES, L.L.C.**

FILED  
96 MAR 25 PM 1:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company in compliance with Section 608.407 of the Florida Statutes, hereby adopts the following Articles of Organization.

**ARTICLE I - NAME**

The name of this limited liability company is **MARSHALL WEINERMAN ENTERPRISES, L.L.C.**

**ARTICLE II - DURATION**

This limited liability company shall exist until December 31, 2023 at which time this limited liability company shall terminate and cease to exist.

**ARTICLE III - PURPOSE**

This limited liability company is organized for the purposes of engaging in any lawful activities or lawful business permitted under the laws of the United States, the State of Florida and any other state or jurisdiction in which this limited liability company is validly authorized to transact business. \*

**ARTICLE IV - CAPITAL STOCK**

This limited liability company is authorized to issue 1,000 shares of common stock without nominal or par value which shall be designated "Common Shares." The consideration to be paid for each share shall be fixed by the members.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,  
AND BUSINESS AND MAILING AND STREET ADDRESS  
OF THE LIMITED LIABILITY COMPANY**

The street address of the initial registered office of the limited liability company is Schantz, Schatzman, Aaronson & Cahan, P.A., Suite 1050, First Union Financial Center, Miami, Florida 33131-2394, and the name of the initial registered agent of the limited liability company at that address is **RICHARD J. ALAN CAHAN**. The principal business office, mailing and street address of this limited liability company shall be 7496 Rexford Road, Boca Raton, Florida 33434.

**ARTICLE VI - ORGANIZERS**

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
<b>MARSHALL WEINERMAN</b>	7496 Rexford Road Boca Raton, Florida 33434
<b>SAMUEL GURFINKEL</b>	4620 Pine Tree Drive Miami Beach, Florida 33139

**ARTICLE VII - MANAGEMENT**

This limited liability company shall be managed by the following managers who are to serve as such until their successors are elected and qualified. Either manager can make decisions on behalf of the Company. The initial managers' names and addresses are as follows:

<u>Manager Name</u>	<u>Address</u>
<b>MARSHALL WEINERMAN</b>	7496 Rexford Road Boca Raton, Florida 33434

All management decisions for this Limited Liability Company and the operation of this Limited Liability Company shall be pursuant to the terms and conditions of the Operating

Agreement of the MARSHALL WEINERMAN ENTERPRISES, Limited Liability Company  
Operating Agreement.

**ARTICLE VIII - CASH AND PROPERTY CONTRIBUTED TO THE COMPANY**

The total amount of cash or property contributed to the company by the members is:

<u>Name of Cash Contributing Member</u>	<u>Amount</u>
MARSHALL WEINERMAN & IRENE WEINERMAN	\$1,800,00.00
SAMUEL GURFINKEL & ROSE GURFINKEL	\$600,000.00

**ARTICLE IX - OTHER PROPERTY CONTRIBUTED TO THE COMPANY**

There shall be no additional property contributed to the limited liability company by the members.

**ARTICLE X - REGULATIONS**

The power to adopt, alter, amend or repeal regulations shall be vested with the members subject to the terms and conditions of the Limited Liability Company Operating Agreement.

**ARTICLE XI - POWERS**

The limited liability company shall have all of the limited liability company powers enumerated in the Florida Limited Liability Companies Act.

**ARTICLE XII - INDEMNIFICATION**

The limited liability company shall indemnify its members to the full extent permitted by law.

**ARTICLE XIII - AMENDMENT**

The limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization or amendment thereto, and any right conferred upon the members is subject to this reservation.

**ARTICLE XIV - ADDITIONAL MEMBERS**

The limited liability company reserves the right to admit additional members.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 15<sup>th</sup> day of March, 1996.

  
MARSHALL WEINERMAN

  
SAMUEL GURFINKEL

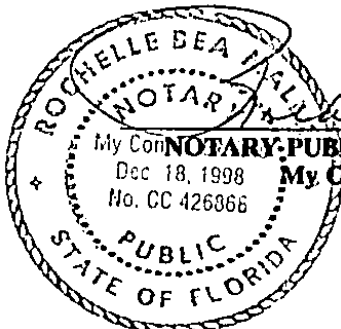
STATE OF FLORIDA

)  
:SS.:

COUNTY OF DADE

I HEREBY CERTIFY that before me, Rochelle Bea Mulet, a Notary Public duly acknowledged in the State and County named above to take acknowledgments, personally appeared **MARSHALL WEINERMAN**, as the person described herein, and who executed the foregoing instrument, who is personally known to me or has produced \_\_\_\_\_ as identification, and he acknowledged before me that he executed the same for the purposes therein expressed. The above witness is personally known to me.

WITNESS my hand and official seal this 15<sup>th</sup> day of March, 1996.



  
NOTARY PUBLIC, State of Florida at Large  
My Commission Expires:

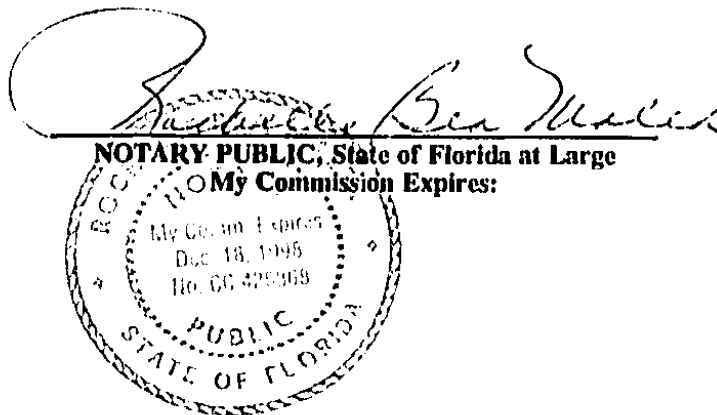
STATE OF FLORIDA

)  
:SS.:

COUNTY OF DADE

I HEREBY CERTIFY that before me, Rochelle Ben Malek, a Notary Public duly acknowledged in the State and County named above to take acknowledgments, personally appeared **SAMUEL GURFINKEL**, as the person described herein, and who executed the foregoing instrument, who is personally known to me or has produced \_\_\_\_\_ as identification, and he acknowledged before me that he executed the same for the purposes therein expressed. The above witness is personally known to me.

WITNESS my hand and official seal this 15<sup>th</sup> day of January, 1996.



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of **MARSHALL WEINERMAN ENTERPRISES, L.L.C.**, deposes and says:

1. The above-named limited liability company has at least two members.
2. The total amount of cash and property contributed by the members is \$2,400,000.00.

  
**MARSHALL WEINERMAN**



DESIGNATION OF RESIDENT AGENT

Certificate Designating Place of Business or Domicile for the Service of Process  
Within this State, Naming Agent Upon Whom Process May Be Served.

\*\*\*\*\*  
(Attached to the Articles of Organization  
MARSHALL WEINERMAN ENTERPRISES, L. L.C.  
and Made a Part Thereof)

Pursuant to Chapters 48.091 and 608.415, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Organization of said limited liability company to which this document is attached:

THAT, MARSHALL WEINERMAN ENTERPRISES, L. L.C., 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 Miami, County of Dade, State of Florida, has named **RICHARD J. ALAN CAHAN**, as its Registered Agent to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said limited liability company authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

  
RICHARD J. ALAN CAHAN, Resident Agent

STATE OF FLORIDA

)  
:SS.:

COUNTY OF DADE

I HEREBY CERTIFY that before me, Rachelle Bea Malek, a Notary Public duly acknowledged in the State and County named above to take acknowledgments, personally appeared **RICHARD J. ALAN CAHAN**, as the person described herein, and who executed the foregoing instrument, who is personally known to me or has produced \_\_\_\_\_ as identification, and he acknowledged before me that he executed the same for the purposes therein expressed. The above witness is personally known to me.

WITNESS my hand and official seal this 15th day of March, 1996.

  
NOTARY PUBLIC, State of Florida at Large  
My Commission Expires:

G:\WEINERMAN\HIS\ARTICLES.WPD

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96 MAR 25 PM 1:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MARSHALL WEINERMAN ENTERPRISES, LLC, A  
Florida Limited Liability Company

AFFIDAVIT REQUIRED BY SECTIONS 608.407(2)  
FLORIDA STATUTES

FILED  
96 MAR 25 PM 1:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )

COUNTY OF DADE }

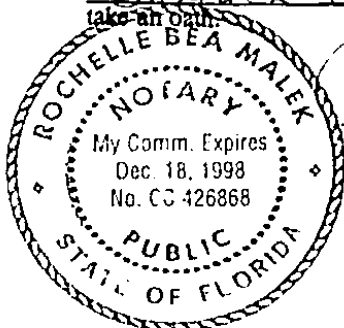
SS.:

BEFORE ME, the undersigned authority personally appeared, SAMUEL GURFINKEL, who upon duly sworn, deposes and makes the following statements:

1. The Affiant is one of the Members of Marshall Weinerman Enterprises, LLC (the "Limited Liability Company").
2. The Limited Liability Company has at least two (2) Members.
3. Six Hundred Thousand (\$600,000.00) Dollars is the actual amount of cash contributions made by the Members to the Limited Liability Company.
4. One Million Eight Hundred Thousand (\$1,800,000.00) Dollars is the agreed value of any property other than cash contributed to the Limited Liability Company.
5. The total amount of cash or property anticipated to be contributed to the Limited Liability Company by the Members is Two Million Four Hundred Thousand (\$2,400,000.00) Dollars.

  
SAMUEL GURFINKEL

THE FOREGOING INSTRUMENT was acknowledged before me this 25<sup>th</sup> day of March, 1996, by SAMUEL GURFINKEL. He is personally known to me, or have produced his Samuel Gurfinkel as identification, and did/did not take an oath.



  
ROCHELLE BEA MALEK, NOTARY PUBLIC,  
State of Florida at Large  
My Commission Expires: