

L96000000509

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

ATTORNEYS AT LAW

SUITE 401

2000 CORPORATE BOULEVARD, N.W.  
BOCA RATON, FLORIDA 33431

TELEPHONE 407-997-9299

TELECOPIER 407-96-8244

ROBERT J. HUNT  
JOSEPH H. COOK  
DAVID A. RIGGS  
RYAN E. MEHR  
LAWRENCE J. MILLER

LAINIE J. SIMON  
LINDA GHEITMAN  
JEFFREY L. PETERSON

\* INCLUDES BOTH MARITAL AND FAMILY LAW  
FELLOW AMERICAN ADOPTED BY NATIONAL LAWYERS

May 2, 1996

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301  
Attn: New Filings Department

100001809611  
-05/06/96--01080--001  
\*\*\*\*337.50 \*\*\*\*337.50

Re: D.Z.S., L.L.C.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Organization for the above-captioned company, together with our check in the amount of \$337.50 for filing same. Please return a certified copy of the Articles to our office in the Federal Express envelope provided herein.

Thank you for your assistance in this matter.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

BY:   
Jami Lin Hays, Assistant to  
Lawrence J. Miller, Esq.

/j1h  
Enclosures

FILED  
95 MAY -6 AM 9:36  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

F:\UPDATA\LJM\ZARETSKI\SECSTATE.LTR

SMS  
5/8/96

**ARTICLES OF ORGANIZATION  
OF  
D.Z.S., L.L.C.**

**FILED**  
96 MAY -6 AM 9 36

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be D.Z.S., L.L.C. ("Company"). The principal place of business of the Company in Florida shall be 21033 Cottonwood Drive, Boca Raton, Florida 33428.

**ARTICLE II - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company shall exist perpetually, unless sooner terminated.

**ARTICLE III - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to purchase, sell, lease, rent, and own real and personal property and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### **ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is HCRM Corp., 2200 Corporate Boulevard, Suite 401, Boca Raton, Florida 33431.

#### **ARTICLE V - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash sum of \$ 1000.

#### **ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

#### **ARTICLE VII - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

#### **ARTICLE VIII - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the


business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

#### ARTICLE IX - MANAGEMENT

The Company shall be managed by a manager or managers of the Company who shall serve in accordance with the regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the manager of the Company is:

<u>NAME</u>	<u>ADDRESS</u>
Leonard Zaretsky	21033 Cottonwood Drive Boca Raton, Florida 33428

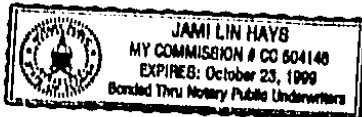
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Palm Beach County, Florida, for the foregoing uses and purposes this 1 day of May, 1996.

  
\_\_\_\_\_  
LEONARD ZARETSKY, Member and Organizer

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Articles of Organization of D.Z.S., L.L.C. were acknowledged before me by Leonard Zarotsky, as Member and Organizer, who ~~is personally known to me~~ and who did not take an oath, on this 1 day of May, 1996.



*Jami Lin Hays*  
\_\_\_\_\_  
Notary Public

My commission expires: 10-23-99

Printed Name: Jami Lin Hays

Produced to FL DE# 263252020245

**AFFIDAVIT OF ORGANIZATION  
OF  
D.Z.S., L.L.C.**

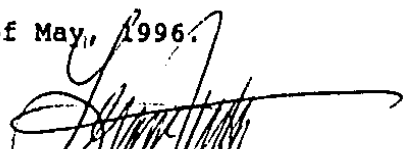
1. My name is Leonard Zaretsky and I am the Presiding Manager and a member of D.Z.S., L.L.C., a to be organized Florida limited liability company (the "Company"). I am executing this Affidavit in compliance with Florida Statutes § 608.407(2).

2. The Company has one (1) member whose initial percentage of the total capital contributions of \$ 1000 are as follows:

Leonard Zaretsky      100%

FURTHER AFFIANT SAYETH NOT.

Dated this 1 day of May, 1996.

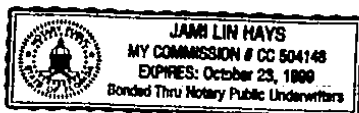
  
\_\_\_\_\_  
LEONARD ZARETSKY, Presiding Manager  
and Member of D.Z.S., L.L.C.

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Affidavit was sworn to and acknowledged before me this 1 day of May, 1996, by Leonard Zaretsky, as Presiding Manager and Member of D.Z.S., L.L.C., who is personally known to me/produced ID # 312358120245 as identification.

SEAL



  
\_\_\_\_\_  
Notary Signature

Name-Type or Print

Notary Public

Serial Number: CC 504148

My commission expires: 10-23-99

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

ATTORNEYS AT LAW

SUITE 401

2200 CORPORATE BOULEVARD, N.W.

BIRMINGHAM, ALABAMA 35203

TELEPHONE: 861-887-8888

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LARRY J. RIMON  
ANDREW M. GROSS  
RUSAN D. GREENBERG

L96000000509

\* BOARD CERTIFIED MARITAL AND FAMILY LAW AND  
FELLOW AMERICAN ACADEMY MATRIMONIAL LAWYERS

June 6, 1997

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32301

RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN -9 PM 4:09

300002208208-15  
-06/09/97--01147--018

Re: D.Z.S., L.L.C.

\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Amendment to the Articles of Organization of D.Z.S., L.L.C. Please return a certified copy of the Amendment to us. Our check for \$87.50 is enclosed for the filing fee.

Thank you for your assistance in this matter.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

BY:

Jamie L. Hays, Assistant to  
Lawrence J. Miller, Esq.

/jlh  
Enclosures

amend  
5/20  
6/1/97

AMENDMENT TO THE  
ARTICLES OF ORGANIZATION  
OF  
D.Z.S., L.L.C.

RECEIVED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
91 JUN -9 PM 4:09

The undersigned presiding manager and sole member of D.Z.S., L.L.C. adopts the following Amendment to the Articles of Organization:

1. The name of the company is D.Z.S., L.L.C.
2. The following amendment to the Articles of Organization has been adopted:
  - A. Article IX shall be amended to include an additional member of the Company, to wit:

Molly Zaretsky  
21033 Cottonwood Drive  
Boca Raton, Florida 33428

3. The Amendment was adopted as of June 18, 1996.
4. This Amendment was adopted by the presiding Member and Organizer, who is also the sole Member of the Company.

Executed and subscribed on May 28, 1997.

  
LEONARD ZARETSKY, Sole Member and Organizer

STATE OF NEW JERSEY

COUNTY OF Sussex

The foregoing Amendment to the Articles of Organization were sworn to and acknowledged before me this 28 day of May, 1997, by Leonard Zaretsky, as Sole Member and Organizer, who is personally known to me or has produced Driver's License as identification.

SEAL

*Dawn M. Benson*  
Notary Signature  
**DAWN M. BENSON**  
**NOTARY PUBLIC OF NEW JERSEY**  
**My Commission Expires Jan. 17, 2001**  
\_\_\_\_\_  
Name-Type or Print  
Notary Public

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN -9 PM 4:09