LAW Offices

Robert Smoley. P.A.

1820 N. University Drive Plantation FL 33322 (954) 424-7868 Fax (954) 424-8574

196000000790

July 11, 1996

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re: New filing for limited liability company

900001895159 -07/16/96--01143--008 ****337.50 ****337.50

Dear Gentlemen or Ladies:

Enclosed is an original Articles of Organization for AMERICAN VAN LINES OF SOUTH FLORIDA, L.C., and affidavit, together with the filing fee of \$250.00 for the Articles of Organization and Affidavit. Also included are the respective fees for Designation of Registered Agent (\$35.00) and certified copy (\$52.50) for a total of \$337.50.

If you have any questions, please do not hesitate to contact me at my office.

Thank You for your cooperation.

Very truly yours

Robert A. Smoley, Esq.

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ARTICLES OF ORGANIZATION FOR AMERICAN VAN LINES OF SOUTH FLORIDA, L.C.

ARTICLE - I

The name of the Limited Liability Company is **AMERICAN VAN LINES** SOUTH FLORIDA, L.C.

ARTICLE - II

The mailing address and street address of the principal office of the Limited Liability Company is 1340 Stirling Road, Suite 3B, Dania, Florida.

ARTICLE - III

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE - IV

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

RON TISHBY 19255 N. E. 10th Ave. N. Miami Beach, Fl. 33179

EREZ ALMOG 23-23 Van Buren St. #201, Hollywood, Fl. 33020

AFFIDAVIT OF MEMBERSHIP AND CONTIRBUTIONS

The undersigned member or authorized representative of a member of AMERICAN VAN LINES OF SOUTH FLORIDA, L.C. deposes and says:

- 1. The above named limited liability company has at least two members.
- 2. The total amount of cash contributed by the members is \$60,000.00.
- 3. If any, the agreed value of property other than cash contributed by members is N/A.
- 4. The total amount of cash or property anticipated to be contributed by members is \$60,000.00. This total includes amounts from 2 and 3, above.

Signature of a member or authorized representative of a member.
(In accordance with Section 608,408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is AMERICAN VAN LINES OF SOUTH FLORIDA, L.C.
- 2. The name and address of the registered agent and office is:

ROBERT A. SMOLEY, ESQ. 1820 N. UNIVERSITY DRIVE PLANTATION, FLORIDA 33322

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.

Robert A. Smoley, Esq.

Date

L96000000740 Robert Smoley. P.CA.

1820 N. University Drive Plantation FL 33322 (954) 424-7868 Fax (954) 424-8574

August 15, 1996

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399 9000 11926248 -08/20/9/ 1069--010 *****52 50 ******52.50

Re: Articles of Amendment

Dear Gentlemen or Ladies:

Enclosed is an original Articles of Amendment to the Articles of Organization for **AMERICAN VAN LINES OF SOUTH FLORIDA**, L.C., changing the name of the company, together with the amendment fee of \$52.50.

If you have any questions, please do not hesitate to contact me at my office.

Thank You for your cooperation.

Very truly yours,

Robert A. Smoley, Esq.

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ARTICLES OF AMENDMENT

TO

ARTICLES OF ORGANIZATION

FOR

AMERICAN VAN LINES OF SOUTH FLORIDA, L.C.

ARTICLE - I

The existing name of the Limited Liability Company is:

AMERICAN VAN LINES OF SOUTH FLORIDA, L.C.

which was filed on July 11, 1996, document No.:L96000000740.

ARTICLE - II

By an Amendment adopted by the Members hereof, the name of this Limited Liability Company has been <u>changed</u> to:

ALL AMERICAN VAN LINES, L.C.

Dated: 7 - 29 - 96

Signature of a member or authorized representative of a member.
(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)