

LAW OFFICE OF
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A PROFESSIONAL ASSOCIATION

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BRUCE JAY TOLAND, ESQ.

JAMES M. FIDMAN, P.A.
OF COUNSEL

August 5, 1996

Department Of State
Division Of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: SHEMO, L.C.

700001918107
-08/09/96--01056--001
***937.50 ***937.50

Dear Sir or Madam:

Enclosed please find two original executed Articles Of Organization For Florida Limited Liability Company, SHEMO, L.C., together with our firm's check in the sum of \$337.50 to be applied as follows:

1.	Filing Fee	\$250.00
2.	Designation of Registered Agent	35.00
3.	Certified Copy	52.50

Please return the certified copy to the undersigned. Thank you for your prompt attention to this matter.

Very truly yours,

BRUCE JAY TOLAND, P.A.

By:

Bruce Jay Toland, Esq.

gvk
enclosures

FILED
6 AUG -8 PM 2:00
TALLAHASSEE, FLORIDA

cc - 1
8/12/96
TH

MEM

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is: SHEMO, L.C.

ARTICLE II - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is:

c/o Bruce Jay Toland, Esquire
801 Brickell Avenue
Suite 1501
Miami, Florida 33131

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall be: Ninety-Nine (99) years.

ARTICLE IV - MANAGEMENT:

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

NOT APPLICABLE

or

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

MORRIS LADAR

6526 Kendall Lakes, No. 1404
Miami, Florida 33183

and

SHELLY LADAR

6526 Kendall Lakes, No. 1404
Miami, Florida 33183

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be: As set forth in the Regulations of the Company.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be: As set forth in the Regulations of the Company.

AFFIDAVIT OF MEMBERSHIP CONTRIBUTIONS

The undersigned member or authorized representative of a member of **SIEMO, 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 member(s) is \$70,000.00.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$0.00. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$70,000.00. This total includes amounts from 2 and 3 above.



Signature of a member or authorized
representative of a member.

(In accordance with Section 608.403(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:

SIEMO, L.C.

2. The name and address of the registered agent and office is:

Bruce Jay Toland, Esquire
801 Brickell Avenue
Suite 1501
Miami, Florida 33131

FILED
JUL 25 - 96 PM 2:20
CLERK OF DISTRICT COURT
NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

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.


Bruce Jay Toland, Esquire

Date: 7/30/96

CAWPSI\ALADARLLO