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 DIVISION OF CORPORATION  
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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Old Morris Bridge, L.L.C.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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 -08/16/96--01071--015  
 \*\*\*293.75 \*\*\*37.25  
 293.75

- ☒ Walk in   
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ R. AGENT QUALIFICATION C. COPY	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILING \$250.00  
35.00  
8.25  
 TOTAL \$293.25  
 N. BANK  
 BALANCE DUE  
 REFUND

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 96 AUG 15 AM 11:41  
 DIVISION OF CORPORATION

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

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

Old Morris Bridge, L.L.C.

**ARTICLE II - Address:**

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

is: c/o Wallace S. Levin

4000 Island Blvd.

Townhouse #2

North Miami, Florida 33160

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be:

Fifty (50) years

**ARTICLE IV - Management:**

(check and complete the appropriate statement)

☐ 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:

☒ 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:

Wallace S. Levin, 4000 Island Boulevard, Townhouse #2, North Miami Beach, FL 33160

Milton Zamore, 57 Martinique Avenue, Tampa, FL 53606

Mark Levin, 555 Laurel Avenue, Apartment 515, San Mateo, CA 94401

Nancy Walfish, 19885 N.E. 22nd Avenue, North Miami Beach, FL 33180

John Heuberger, 107 West St. Andrews Lane, Deerfield, IL 60015

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#### **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: In accordance with Article 10-2 of the Operating Agreement of the Company pursuant to which: No person shall be admitted as an additional or substituted Member under this Agreement unless and until:

- (i) such admission has been approved by the existing Members;
- (ii) an assignment by a Member is made in writing, signed by the assigning Member, and accepted in writing by the assignee, and a duplicate original of such assignment is delivered to each other Member;
- (iii) the Company either waives this requirement or receives an opinion of counsel satisfactory to the Company opining that the assignment:
  - (a) will not result in a termination of the Company for federal income tax purposes; (b) will not result in the Company failing to qualify for an exemption from the registration requirements of the federal or any applicable state securities laws; (c) such transfer otherwise will not result in adverse tax consequences to the Company or the Members; and (d) such assignment will not result in a default under any loan agreement, contract or other agreement to which the Company or any of its assets are bound.
- (iv) the prospective admittee executes and delivers to the Company a written agreement, in form reasonably satisfactory to the Members, pursuant to which said person agrees to be bound by and confirms the agreements, representations, warranties, and power of attorney contained in this Agreement.

#### **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:

In accordance with Article 13-1 of the Operating Agreement of the Company pursuant to which the business of the Company shall be continued and governed by the Operating Agreement of the Company, if no later than ninety (90) days following the occurrence of an event which terminates the continued membership of a member in the Company (i) there are at least two (2) remaining Members of the Company, and (ii) the continuation of the Company is approved by the affirmative vote of a majority of the remaining Members.

**NOTE: If no provisions are to be made in Article V and VI remove this page before submitting for filing with the Department of State.**

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of \_\_\_\_\_

Old Morris Bridge, L.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 \$ 265,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 52,500  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ -0-
- 5) the total amount of 2, 3, and 4 is \$ 317,500

matthias

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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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: Old Morris Bridge, L.L.C.

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

Milton Zamora

(Name)

57 Martinique Avenue

(P.O. Box or Mail Drop Box **NQI** acceptable)

Tampa, Florida 33606

(City/State/Zip)

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*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.*

Milton Zamora  
(Signature)

Aug. 9, 1996  
(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

L96000000872

Old Morris Bridge, L.L.C.  
57 Martinique Ave.  
Tampa , Florida 33606

813 251 2929  
mltsz@gte.net

April 28, 1997

Mrs. Annette Hogan  
Secretary of State Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Mrs Hogan:

Please change the principle address of Old Morris Bridge L.L.C. To 57 Martinique Avenue , Tampa, Florida 33606.

Thank you for your attention to this matter.

Sincerely ,



Milton P. Zamore  
Registered Agent