

CAPITAL CONNECTION INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-242-8062 • Fax (850) 222-1222

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C.V. Management L.C.

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 26 PM 12:57

98 MAY 26 PM 10:22

Signature

Requested by:

Name

Date

Time

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**ARTICLES OF ORGANIZATION
OF
C.V. MANAGEMENT, L.C.**

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

ARTICLE I - NAME

The name of the limited liability company shall be C.V. Management, L.C. (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be 1401 Brickell Avenue, Suite 630, Miami, FL 33131.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Miami Center Registered Agents, 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

ARTICLE V - MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

ARTICLE VI - TERMINATION OF EXISTENCE

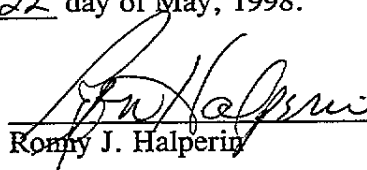
The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of the remaining members, provided there are at least two remaining members.

ARTICLE VII - MANAGEMENT

The Company shall be managed by the members in accordance with 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 names and address of the members of the Company are:

<u>Name</u>	<u>Address</u>
Nathan Lewin	1401 Brickell Avenue Suite 630 Miami, FL 33131
Ira M. Levenshon	1401 Brickell Avenue Suite 630 Miami, FL 33131

IN WITNESS WHEREOF, the undersigned representative has made and subscribed these articles of organization at Miami, Florida, on this 22 day of May, 1998.



Ronny J. Halperin

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
C.V. MANAGEMENT, L.C.

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The undersigned authorized representative of a member of C.V. Management, 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 \$1,000.00.
3. If any, the agreed value of property other than cash contributed by members is \$ 0.
4. The total amount of cash or property anticipated to be contributed by members is \$1,000.00. This total includes amounts from 2 and 3 above.

Dated: May 22, 1998.

Ronny J. Halperin
Ronny J. Halperin

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 22nd day of May, 1998, by Ronny J. Halperin as representative of C.V. Management, L.C., who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.

Lesley Portuondo
Notary Public, Commission No.

LESLEY PORTUONDO
Name of Notary typed, printed or stamped

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LESLEY PORTUONDO
My Commission CC493294
Expires Oct. 03, 1999

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of C.V. Management, L.C. as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position of registered agent.

MIAMI CENTER REGISTERED AGENTS, INC.

By:



Ronny J. Halperin
Vice President

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