

L98000000914

MEYERS BREINER & NEUFELD, L.L.P.

ATTORNEYS AT LAW

MICHAEL A. MEYERS
ALEXANDER BREINER
MICHAEL A. NEUFELD*

* ALSO MEMBER OF FLORIDA BAR

SUITE 204
55 WALLS DRIVE
FAIRFIELD, CONNECTICUT
TELEPHONE (203) 254-9388
FAX (203) 254-0388

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 20 AM 11:47

June 18, 1998

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: BR Holdings, L.C.

800002565808--1
-06/19/98--01084--001
****337.50 ****337.50

Dear Sir:

Enclosed please find the Articles of Organization for BR Holdings, L.C. that I would like to have filed immediately.

Please send me one (1) certified copy. I am enclosing a check in the amount of \$337.50 for the filing fees.

L.C. Filing Fee	\$285.00
One Certified Copy	<u>52.50</u>
Total:	\$337.50

If you have any questions please call me at the above telephone number.

Sincerely,

Michael A. Neufeld
Michael A. Neufeld

MAN/jcg
Enclosures

L98-914

Name	<i>Michael A. Neufeld</i>
Availability	<i>OK</i>
Document Examiner	<i>OK</i>
Updater	<i>OK</i>
Updater Verifier	<i>OK</i>
Acknowledgment	<i>OK</i>
W. P. Verifier	<i>OK</i>

Filing, Inc.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 24, 1998

MICHAEL A. NEUFELD
MEYERS BREINER & NEUFELD, L.L.P.
55 WALLS DRIVE, SUITE 204
FAIRFIELD, CT 06430

SUBJECT: BR HOLDINGS, L.C.
Ref. Number: W98000014473

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We have received your document for BR HOLDINGS, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

We are enclosing the proper form(s) with instructions for your convenience.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 098A00034685

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DIVISION OF CORPORATIONS

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BR HOLDINGS, L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

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/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF ORGANIZATION

FOR

BR HOLDINGS, L.C.

ARTICLE I
NAME

The name of the Limited Liability Company being herewith formed in accordance with Section 608.40(1), Florida Statutes, is BR Holdings, L.C.

ARTICLE II
ADDRESS

The street address of the principal office of BR Holdings, L.C. is 6425 Via Rosa Drive, Boca Raton, Florida 33433, and the mailing address of BR Holdings, L.C. is 6425 Via Rosa Drive, Boca Raton, Florida 33433.

ARTICLE III
DURATION

The period of duration for BR Holdings, L.C. shall be thirty (30) years unless sooner terminated by the unanimous written agreement of all the members.

ARTICLE IV
NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT

The name and street address of the initial Registered Agent is Roger S. Pressman, 6425 Via Rosa Drive, Boca Raton, Florida 33433.

ARTICLE V
MANAGEMENT

The management of BR Holdings, L.C. shall be by general managers. The names and addresses of the initial managers are:

1. Roger S. Pressman
6425 Via Rosa Drive
Boca Raton, Florida 33433

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2. Barbara L. Pressman
6425 Via Rosa Drive
Boca Raton, Florida 33433

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ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members, and the terms and conditions of such admissions, shall be determined by the unanimous written consent of the members.

ARTICLE VII
REMAINING MEMBERS RIGHT TO CONTINUE BUSINESS

The right of the remaining members to continue the business of the Company 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 BR Holdings, L.C. shall be determined by the unanimous consent of all remaining members.

ARTICLE VIII
AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of the State of the State of Florida containing such terms and provisions consistent with Section 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event, a new member is added by such amendment, it shall be also signed by the member so added.

ARTICLE IX
REGULATIONS OF THE COMPANY

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the members, unless vested in the managers of the Company pursuant to an amendment of these Articles of Organization. Regulations adopted by the members (or by the managers) may be repealed or altered, new regulations may be adopted by the members, and the members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the managers.

ARTICLE X
INFORMAL ACTION OF MEMBERS

Any action of the members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all members who would be entitled to vote upon such action at a meeting.

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ARTICLE XI
TRANSFERABILITY OF MEMBER'S INTEREST

An interest of a member of this Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if not all of the remaining members of this Company approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to become a member. The transferee shall be entitled to receive only the share of profits or the compensation by way of income, and the return of contributions, to which the transferring member otherwise would be entitled.

ARTICLE XII
WITHDRAWAL OR REDUCTION OF MEMBER'S CONTRIBUTIONS TO CAPITAL

1. A member shall not receive out of the Company any property or any part of his or her contribution to capital until:

(a) all liabilities of the Company, except liabilities to members on account of their contribution to capital, have been paid or sufficient property of the Company remains to pay them, or

(b) the consent of all members is had, unless the return of the contributions to capital may be rightfully demanded, or


(c) these Articles of Organization are canceled or so amended as to set out the withdrawal or reduction.

2. A member shall be entitled to the return of his or her contribution in the manner provided for in the Operating Agreement of the Company, and in accordance with the percentage ownership interests of the members. The initial percentage ownership interests of the members is as follows:

NAME	PERCENTAGE OF OWNERSHIP INTEREST
1. Roger S. Pressman	50%
2. Barbara L. Pressman	50%

IN WITNESS WHEREOF, the undersigned member of BR Holdings, L.C. hereby sets his hand and seal unto these Articles of Organization this 17th day of June, 1998.

MEMBER:

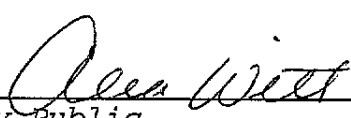

 Roger S. Pressman, as a Member
 and Authorized Representative of
 all other members

STATE OF CONNECICUT)
)
 COUNTY OF ~~FAIRFIELD~~
 New Haven

ss. Derby

JUNE 17, 1998

The foregoing instrument was acknowledged before me this 17th day of June, 1998, by Roger S. Pressman, X who is personally known to me or _____ who has produced Driver's License as identification.


 Notary Public

Alea Witt
 (Print Name of Notary)

My commission expires: May 31, 2002

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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:

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ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of BR HOLDINGS, L.C.
_____ certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 225,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____;
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 225,000.00.



Signature of a member or an 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.)

ROGER S. PRESSMAN

Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: BR HOLDINGS, L.C.

2. The name and the Florida street address of the registered agent are:

Roger S. Pressman

NAME

6425 Via Rosa Drive

Florida street address (P. O. Box NOT ACCEPTABLE)

Boca Raton FL 333433

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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.



SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent