



THE UNITED STATES  
CORPORATION  
COMPANY

2980000001660

FILED STATE  
SECRETARY OF CORPORATIONS  
98 AUG 28 PM 1:14

ACCOUNT NO. : 072100000032

REFERENCE : 945024 8953A

AUTHORIZATION :

COST LIMIT : \$ PPD SEE CHECK #1705 (\$675.50)

ORDER DATE : August 28, 1998

ORDER TIME : 3:39 PM

ORDER NO. : 945024-015

CUSTOMER NO: 8953A

CUSTOMER: Karen Sullivan, Esq  
FERDINAND & SULLIVAN, P.A.

Suite 910  
100 West Cypress Creek Road  
Ft. Lauderdale, FL 33309

898 AUG 4 4823

Q

337.50

DOMESTIC FILING

NAME: LS, EPS, LLC

600002628316--2

-08/31/98-01003-023

\*\*\*675.00 \*\*\*337.50

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED LIABILITY COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

RECEIVED  
98 AUG 28 PM 4:10  
DIVISION OF CORPORATIONS

my  
8/28/98

ARTICLES OF ORGANIZATION  
OF  
LS, EPS, LLC

Under the Florida Limited Liability Company Act

ARTICLE I  
NAME

The name of this limited liability company is LS, EPS, LLC (hereinafter "the Company").

ARTICLE II  
MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company is 1040 Bayview Drive, #528, Fort Lauderdale, FL 33304.

ARTICLE III  
DURATION

The period of duration for the Company is perpetual, except that 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 Company, shall dissolve the Company unless a majority in interest of the remaining members consent in writing to the continuation of the business of the Company.

ARTICLE IV  
REGISTERED AGENT AND OFFICE

The Company's initial registered agent in Florida is Ferdinand & Sullivan, P.A., whose address is 100 W. Cypress Creek Road, Suite 910, Fort Lauderdale, FL 33309.

ARTICLE V  
MANAGEMENT

The Company is to be managed by a Manager. The person who will serve as Manager until the first annual meeting of members or until his successor is elected and qualified is:

Dr. Loren Simkowitz  
1040 Bayview Drive, #528  
Fort Lauderdale, FL 33304

ARTICLE VI  
MEMBERS CANNOT BIND THE COMPANY

This Company is managed exclusively by a Manager, and members have no authority to bind it.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 28 PM 1:14

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 28 PM 1:14

**ARTICLE VII**  
**ADMISSION OF ADDITIONAL MEMBERS**

Members of the Company have the right to admit new members only upon the written consent of all existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted. An assignee of a member's interest in the Company may become a member only if all existing members consent in writing.

**ARTICLE VIII**  
**INVOLUNTARY ASSIGNMENT OF MEMBER INTEREST**

In the event that a Member's interest in the Company is taken involuntarily, by levy, foreclosure, charging order, execution, or other similar proceeding, the Company shall not dissolve. The assignee of the Member's interest shall be entitled to no more than to receive the profits and losses attributable to said interest and shall not be entitled to participate in any respect in the management or administration of the Company's business or affairs.

**ARTICLE IX**  
**LIMITATION ON MEMBER WITHDRAWAL**

No Member of the Company has the right to withdraw or reduce his capital contribution to the Company except upon the written consent of all existing members.

**ARTICLE X**  
**BUSINESS PURPOSE**

The purpose of the Company is to engage in any lawful act or activity for which a limited liability company may be organized under the Florida Limited Liability Company Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on August 27, 1998.

  
\_\_\_\_\_  
LOREN SIMKOWITZ

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for LS, EPS, LLC at the place designated in the foregoing Articles of Organization, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Limited Liability Company Act relating to the proper and complete

performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

Dated: 8-27-98

FERDINAND & SULLIVAN, P.A.

By: Karen Marie Sullivan  
Karen M. Sullivan, Pres.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 28 PM 1:15

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 28 PM 1:14

State of Florida        )  
                              )SS:  
County of Broward     )

The undersigned member of LS, EPS, LLC, deposes and says:

1. The above-named limited liability company has at least two (2) members;

2. The total amount of cash contributed by the members is \$440,108.51;

3. If any, the agreed value of property other than cash contributed by members is \$2,973,189.95. A description of the property is:

The real property and improvements thereon located at 1271 Seminole Drive, Fort Lauderdale, FL 33304;

1998 F-150 Ford Truck

1994 Bentley Mulsane

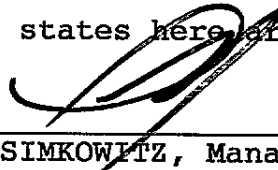
1991 Rolls Royce Corniche

1991 Rolls Royce Silver Spur

Municipal Bonds

4. The total amount of cash and property anticipated to be contributed by the members is \$3,913,298.46.

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 states here are true.

  
DR. LOREN SIMKOWITZ, Manager & Member

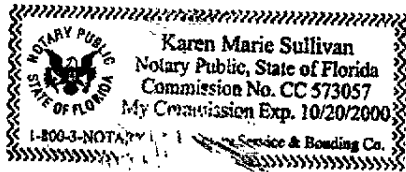
SWORN AND SUBSCRIBED before me this 27 day of August, 1998,  
by LOREN SIMKOWITZ, who is personally known to me or who presented

as identification SS23 533 43 362-0, and did tale  
an oath.

My commission expires:

Karen Marie Sullivan  
Karen Marie Sullivan  
Notary Public, State of Florida  
At Large  
Commission No.: CC573057

98-1124\artorg.ls



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 28 PM 1:14