

L98000001721

Florida Department of State  
Division of Corporations  
Public Access System  
Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H98000016544 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)922-4003

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

LIMITED LIABILITY COMPANY

BnS Trading L.L.C.

Name Availability	✓
Document Examiner	✓
Updater	✓
Updater Verifier	✓
Acknowledgement	✓
W. P. Verifier	✓

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$293.75

FILING 250.00  
COPY 8.75  
R. AGENT 35.00  
TOTAL 293.75  
BALANCE DUE \$  
REFUND \$

Electronic Filing Menu

Corporate Filing

Public Access Help

H98000016544

## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
BnS Trading L.L.C.

### Article II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

### Article III. Address

The mailing address and the street address of the principal office of the Company is:  
BnS Trading L.L.C.  
5200 Blue Lagoon Drive  
Suite 600  
Miami FL 33126

### Article IV. Registered Agent

The name and address of the registered agent of the Company is:  
Edward Joffe  
5200 Blue Lagoon Drive  
Suite 600  
Miami FL 33126

### Article V. Percentage Interest; Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Ed Joffe | FL Bar Member 314242  
Sandler, Travis & Rosenberg, P.A.  
5200 Blue Lagoon Drive  
Suite 600  
Miami FL 33126  
305-267-9200  
H98000016544

FILED  
98 SEP -4 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Copyright © 1993-1998 CC

H98000016544

Article VI. Dissolution

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

Article VII. Transferability of Member's Interest

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VIII. Management

The management of the Company is reserved to the managers. The name and address of each manager is:

Mano Howard  
5200 Blue Lagoon Drive Suite 600 Miami FL 33126



AUTHORIZED REPRESENTATIVE OF A MEMBER:  
ED JOFFE  
by F.A. Rodriguez as attorney-in-fact

Date: September 4, 1998

Ed Joffe | FL Bar Member 314242  
Sandler, Travis & Rosenberg, P.A.  
5200 Blue Lagoon Drive  
Suite 600  
Miami FL 33126  
305-267-9200  
H98000016544

Copyright © 1993-1998 CC


## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

LIMITED LIABILITY COMPANY:  
BnS Trading L.L.C.

FILED  
98 SEP -4 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned deposes and says:

1. The above named Company has at least one member.
2. The total amount of initial cash contributed by the members is \$10.00.
3. The agreed value of property other than cash contributed by the members is zero.  
(If the members contributed property other than cash, a description of the property is attached.)
4. The total amount of cash or property anticipated to be contributed by the members is \$900,000,000 or less.

  
\_\_\_\_\_  
AUTHORIZED REPRESENTATIVE OF A MEMBER:  
ED JOFFE  
by F.A. Rodriguez as attorney-in-fact

Date: September 4, 1998

Ed Joffe | FL Bar Member 314242  
Sandler, Travis & Rosenberg, P.A.  
5200 Blue Lagoon Drive  
Suite 600  
Miami FL 33126  
305-267-9200  
H98000016544

H98000016544

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

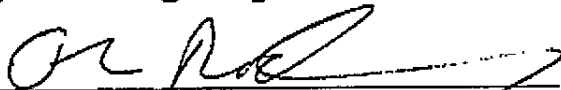
**LIMITED LIABILITY COMPANY:**

**BnS Trading L.L.C.**

**REGISTERED AGENT/OFFICE:**

**Edward Joffe  
5200 Blue Lagoon Drive  
Suite 600  
Miami FL 33126**

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**Edward Joffe  
by F.A. Rodriguez as attorney-in-fact**

**Date: September 4, 1998.**

**Ed Joffe | FL Bar Member 314242  
Sandler, Travis & Rosenberg, P.A.  
5200 Blue Lagoon Drive  
Suite 600  
Miami FL 33126  
305-267-9200  
H98000016544**

**FILED**  
**98 SEP -4 PM 3:50**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Copyright © 1993-1998 CC