

# L98000003178



W98-27865  
00789-00627-00671

ACCOUNT NO. : 072100000032

REFERENCE : 060997 103320A

AUTHORIZATION : *Patricia Pizuto*

COST LIMIT : \$ 285.00

ORDER DATE : December 10, 1998

ORDER TIME : 2:15 PM

ORDER NO. : 060997-005

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CUSTOMER NO: 103320A

CUSTOMER: Ms. Pam Hawes  
COHEN ENGEL & CO., INC.  
COHEN ENGEL & CO., INC.  
The Pavilion, Suite 615

Jenkintown, PA 19046

DOMESTIC FILING

NAME: PANTERA INTERNATIONAL, LLC

XX ARTICLES OF ORGANIZATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

Name	<i>MBH</i>
Availability	<i>MBH</i>
Document Examiner	<i>MBH</i>
Updater	<i>MBH</i>
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Acknowledgement	<i>MBH</i>
N.P. Verifier	<i>MBH</i>

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 11 AM 9:11

RECEIVED  
98 DEC 11 PM 2:46  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 11, 1998

CSC

SUBJECT: PANTERA INTERNATIONAL, LLC  
Ref. Number: W98000027865

**RESUBMIT**

Please give original  
submitting date for file date:

We have received your document for PANTERA INTERNATIONAL, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers of the limited liability company.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 098A00058680

RECEIVED  
98 DEC 15 AM 8:18

# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

PANTERA INTERNATIONAL L.L.C.

## ARTICLE II - Address:

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

6278 N. FEDERAL HIGHWAY  
FT. LAUDERDALE, FL 33308

## ARTICLE III - Duration:

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

PERPETUAL

## ARTICLE IV - Management:

(Check the appropriate box and complete the 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:

Owen Koff  
6250 Hwy 42nd Way  
Boca Raton, FL 33496

DAVID MC DERMOTT  
30 Rovner Place  
Hamburg, NY 14075

## ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

AS AGREED BY THE MAJORITY OF THE MEMBERS IN THEIR  
CORPORATE REGULATIONS.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 11 AM 9:11

**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:

**THE REMAINING MEMBER SHALL HAVE THE RIGHT TO CONTINUE THE BUSINESS AS LONG AS THERE IS AT LEAST ONE EXISTING MEMBER.**

**ARTICLE VII - Affidavit of Membership and Contributions**

The undersigned member or authorized representative of a member of \_\_\_\_\_  
PANTERA INTERNATIONAL L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 400,000 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0- ;  
(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 \$ 400,000 .

  
\_\_\_\_\_  
**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.)

\_\_\_\_\_  
**OWEN KOFF**  
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: PANTERA INTERNATIONAL, L.L.C.

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

OWEN KOFF

NAME

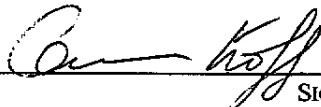
6278 N. FEDERAL HIGHWAY

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

FT. LAUDERDALE, FL 33308

CITY, STATE AND ZIP

*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**