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

IAK Florida Holding LLC

Walk In

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Certificate of Status

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ARTICLES ONLY

ALL CHARTER DOCS

98 DEC 17 11:19  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input 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

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

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 checked="" type="checkbox"/>	Other <u>LLC</u>

Name	
Availability	<i>[Signature]</i>
Document	<i>[Signature]</i>
Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater	<i>[Signature]</i>
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Acknowledgement	<i>[Signature]</i>

98 DEC 17 11:19:20  
REGISTRATION

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

ARTICLES OF ORGANIZATION OF  
IAK FLORIDA HOLDING, L.L.C.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ARTICLE I  
NAME

The name of this Limited Liability Company shall be IAK Florida Holding, L.L.C. (the "Company").

ARTICLE II  
DURATION

The period of duration of the Company shall be perpetual, and the Company shall be in existence until dissolved in a manner provided by law, or as provided in the Regulations.

ARTICLE III  
PURPOSE

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

ARTICLE IV  
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 838 Perrine Court, Marco Island, Florida 34145-6813 , and such other place or places as the member from time to time may determine. The mailing address of the Company is the same.

ARTICLE V  
INITIAL REGISTERED OFFICE AND  
REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146.

ARTICLE VI  
MEMBER

The Company shall have one (1) member at the time of formation. The name and address of the member is:

Michael Kerner  
838 Perrine Court  
Marco Island, Florida 34145-6813

ARTICLE VII  
MANAGEMENT

All business of the Company will be conducted under the exclusive management of its members who will vote according to their proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters.

ARTICLE VII  
NEW MEMBERS

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

ARTICLE VIII  
DISSOLUTION AND MEMBERS RIGHTS  
TO CONTINUE BUSINESS

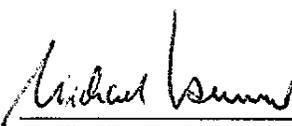
The Company shall be terminated and dissolved upon :

- (A) the vote of all holding an interest in the Company;
- (B) the expiration of the term of the Company; or
- (C) the death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed on the \_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, effective upon filing same with the Florida Department of State.

IAK Florida Holding, L.L.C.

BY:

  
\_\_\_\_\_  
MICHAEL KERNER, Member

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA.

1. The name of the limited liability company is:

IAK FLORIDA HOLDING, L.L.C.

2. The name and address of the registered agent and office is:

Atrium Registered Agents, Inc.  
1500 San Remo Avenue, Suite 125  
Coral Gables, Florida 33146

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

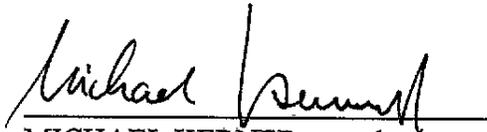
BY: Robert A. Stamen  
ROBERT A. STAMEN, Vice President

Date: 12/11/98

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member of IAK Florida Holding, L.L.C. certifies:

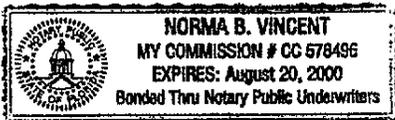
1. IAK Florida Holding, L.L.C. has at least one member;
2. The total amount of cash contributed by the member is \$ 500.00
3. The total amount of cash and property contributed and anticipated  
To be contributed by the member is: \$5,000.00

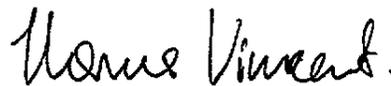
  
MICHAEL KERNER, member

(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.)

The foregoing instrument was acknowledged before me this 30th day of November, 1998, by MICHAEL KERNER who is personally known to me.

(SEAL)





Notary Public Signature

NORMA BRENNE VINCENT  
Notary Public  
My commission expires 8/20/00