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LAW OFFICES

SALEEBY RANSIER, P.A.

359 SOUTH COUNTY ROAD

PALM BEACH, FLORIDA 33480-4494

RICHARD E. SALEEBY

RONALD RANSIER (Ret.)

T. GRAF BUCKENMAIER, JR.

TELEPHONE (561) 655-5766

FAX (561) 655-0265

PLEASE REPLY TO:

December 30, 1998

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***337.50 ***337.50

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: Kanner and Mendelson, L.L.C.

Dear Sir:

Enclosed please find a check in the amount of \$337.50 (\$250.00 filing fee, \$35.00 Designation of Registered Agent, and \$52.50 Certified Copy) and copies of the Articles of Organization for Florida Limited Liability Company for the above named. We would appreciate a Certified Copy of the Articles, all on letter sized paper (8 1/2 x 11).

If for any reason these Articles cannot be recorded, due to error or correction, please telephone us at (561) 655-5766.

I thank you for your courtesy and cooperation in this matter.

Most Sincerely,

T. Graf Buckenmaier

T. Graf Buckenmaier

Name	TGB/nei
Availability	Enclosure
Document Examiner	luc
Updater	ccc
Updater Verifier	ccc
Acknowledgement	DCC
P Verifier	luc

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STATE
TALLAHASSEE
FLORIDA

Effective
Date
11/1/99

RICHARD E. SALEEBY
RONALD RANSIER (Ret.)
T. GRAF BUCKENMAIER, JR.

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359 SOUTH COUNTY ROAD
PALM BEACH, FLORIDA 33480-4494

TELEPHONE (561) 655-5766
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PLEASE REPLY TO:

January 28, 1999

Secretary of State
Division of Corporations
ATTN: Diane Cushing, Corporate Specialist
P.O. Box 6327
Tallahassee, Florida 32314

RE: Kanner and Mendelson, L.L.C.
Ref. No.: W99000001049

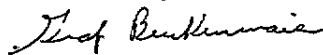
Dear Ms. Cushing:

Pursuant to your letter of January 14, 1999, I am hereby resubmitting the Articles of Organization for Florida Limited Liability Company for the above referenced L.L.C. with the modifications requested in your letter.

Please review the enclosed Articles and contact me with any comments or questions. Otherwise, a Certified Copy of the Articles, on letter size paper, would be appreciated.

Thank you for your courtesy and cooperation in this matter.

Most Sincerely,



T. Graf Buckenmaier

TGB/nel
Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 14, 1999

T. GRAF BUCKENMAIER
SALEEBY RASIER, P.A.
359 SOUTH COUNTY ROAD
PALM BEACH, FL 33480-4494

SUBJECT: KANNER AND MENDELSON, L.L.C.
Ref. Number: W99000001049

We have received your document for KANNER AND MENDELSON, L.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):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

Section 608.407(1)(f), Florida Statutes, requires the articles of organization to set forth 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. Reference to the operating agreement/regulations is not sufficient.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 299A00001947

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

ARTICLE I – Name:

The name of the Limited Liability Company is:

Kanner and Mendelson, L.L.C.

ARTICLE II – Address:

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

840 U.S. Highway #1, Suite 400, North Palm Beach, Florida 33408

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:

Steven Kanner, 840 U.S. Highway #1, # 400, North Palm Beach, FL 33408

Avishai Mendelson, 840 U.S. Highway #1, # 400, North Palm Beach, FL 33408

☐ 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:

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:

Additional members may be admitted to the Limited Liability Company upon the vote of all of the members of the Limited Liability Company and paying into the Limited Liability Company any additional capital required by the current members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Upon a vote of a majority of the remaining members, the remaining members may continue the business of the Limited Liability Company.

ARTICLE VII – Affidavit of Membership and Contributions

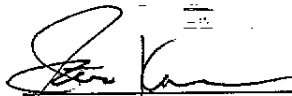
The undersigned member or authorized representative of a member of Kanner and Mendelson, L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is
\$10,000.00;
- 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
\$10,000.00.

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TALLAHASSEE, FLORIDA

ARTICLE VIII – Effective Date

The effective date of the Articles of Organization of Kanner and Mendelson, L.L.C. shall be January 1, 1999.



December 30, 1998

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.)

Steven Kanner

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:

Kanner and Mendelson, L.L.C. ...

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

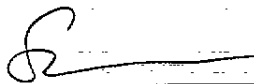
Steven Kanner
NAME

840 U.S. Highway #1, Suite 400
Florida street address (P.O. Box **NOT** ACCEPTABLE)

North Palm Beach, Florida 33408
CITY, STATE and ZIP

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TALLAHASSEE, FLORIDA

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.



December 30, 1998

SIGNATURE

Filing Fee: \$35.00 for Designation of Registered Agent