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March 24, 1999

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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****293.75 ****293.75

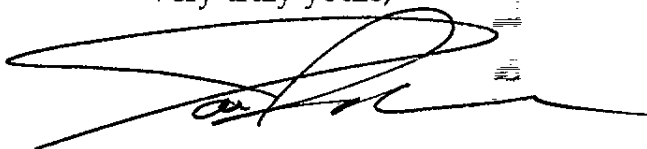
Re: PALM SPORT, L.L.C.

Enclosed please find the Articles of Organization and Affidavit for the above referenced Limited Liability Company to be filed with your office.

I have also enclosed my Attorney Trust Account Check in the sum of \$293.75 representing the filing fee, designation of Registered Agent fee and Certificate of Status.

Please file the enclosed Articles and return to this office a Certificate of Status upon filing.

Very truly yours,



LOUIS J. CARBONE

LJC/nlb

L99-1844

Name	LOUIS J. CARBONE
Availability	LOUIS J. CARBONE
Document	LOUIS J. CARBONE
Examiner	LOUIS J. CARBONE
Updater	LOUIS J. CARBONE
Updater	LOUIS J. CARBONE
Verifier	LOUIS J. CARBONE
Acknowledgment	LOUIS J. CARBONE
V. I.	LOUIS J. CARBONE

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

PALM SPORT, L.L.C.

ARTICLE II- Address:

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

**400 South Pointe Drive #2109
Miami Beach, Florida 33139**

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:

**THOMAS CAFFREY
400 South Pointe Drive #2109
Miami Beach, Florida 33139**

☐ 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:

Only upon unanimous approval of all members of the limited liability company.

FILED
99 MAR 29 PM 5:00
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:

The members shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member in accordance with the terms of the operating agreement for the limited liability Company.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of PALM SPORT, 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 \$ 1,000.00 ;
- 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 ;

THOMAS CAFFREY, MD 3/23/99
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.)

THOMAS CAFFREY, MD

Typed or printed name of signee

FILED
99 MAR 29 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Palm Sport LLC

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

Louis J. Carbone
(NAME)

65 NE 4th Avenue
(P. O. Box NOT ACCEPTABLE)


Delray Beach, FL 33483
(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAR 29 PM 5:00

FILED

*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)
Louis J. Carbone

3/22/99
(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent