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MARC E. BERCOON

18151 N.E. 31<sup>st</sup> Court, # 911, Aventura, Florida 33160 (305) 931-2160 FAX (305) 936-8471

July 22, 1999

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

Re: Registration For VBS Management, L.L.C.

Dear Sir/Madame:

I have enclosed executed filing forms and the filing fees to form the above-captioned Florida limited liability company.

I can be reached at the above address and phone number.

Thank you for your assistance in this matter.

Very truly yours,

  
Marc E. Bercoon

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-07/23/99-01057-012  
\*\*\*\*285.00 \*\*\*\*285.00

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# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is: VBS MANAGEMENT, L.L.C.

## ARTICLE II - Address:

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

18151 N.E. 31st Court #911  
AVENTURA, FL 33160

## ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: 12/31/48 termination date

Period Commences upon Filing

## 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: MARC E. BERCOON  
18151 N.E. 31st Ct. #911  
AVENTURA, FL 33160

## ARTICLE V - Admission of Additional Members:

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

Requires consent of 100% of the members

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**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: Requires agreement of 100% of the members.

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

The undersigned member or authorized representative of a member of UBS MANAGEMENT,  
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 \$ 100.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A;  
(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 \$ 100.00.

Marc E. Bercoon  
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.)

MARC E. BERCOON  
Typed or printed name of signer

**Filing Fee: \$250.00 for Articles and Affidavit**

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**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: UBS MANAGEMENT, L.L.C.

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

MARC E. BERCOON

NAME

18151 N.E. 31ST CT. #911

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

AVENTURA, FL 33160

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.*

Marc E. Bercon

SIGNATURE

**Filing Fee: \$ 35 for Designation of Registered Agent**

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