

L99000005201

WALLACE, BAUMAN, LEGON, FODIMAN & SHANNON, P.A.

BRYAN W. BAUMAN  
TODD A. FODIMAN  
DAVID M. KNASEL  
TODD R. LEGON  
JANET B. SALZMAN  
MICHAEL G. SHANNON  
MILTON J. WALLACE

1200 BRICKELL AVENUE  
SUITE 1720  
MIAMI, FLORIDA 33131  
TELEPHONE (305) 444-9991  
FAX (305) 444-9937  
E-MAIL  
LAWFIRM@WALLACEBAUMAN.COM

August 17, 1999

VIA FEDERAL EXPRESS

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

700002963597--3  
-08/18/99-01079-008  
\*\*\*\*337.50 \*\*\*\*337.50

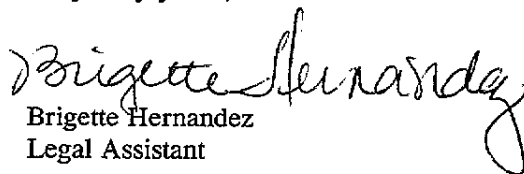
Re: Articles of Organization - Freight Dogs, LLC

Dear Sir/Madame:

Enclosed please find the original and one copy of the Articles of Organization together with Affidavit and Certificate of Designation of Registered Agent for the above-referenced limited liability company. Also, enclosed is our check in the amount of \$337.50 representing the filing fee and the fee for a certified copy.

Please return the certified copy of the Articles to the undersigned in the enclosed self-addressed stamped. If you have any questions, please do not hesitate to contact us.

Very truly yours,

  
Brigitte Hernandez  
Legal Assistant

/bh  
Enclosures

AL

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 18 PM 2:45

## **ARTICLES OF ORGANIZATION**

**OF**

**FREIGHT DOGS, L. L. C.**  
A Limited Liability Company

The undersigned does hereby execute, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

### **ARTICLE I**

The name of this limited liability company shall be:

**FREIGHT DOGS, L. L. C.**

### **ARTICLE II**

This limited liability company shall commence its existence on the date these Articles are filed with the Secretary of State and shall terminate on December 31, 2039.

### **ARTICLE III**

The general purpose for which this limited liability company is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

### **ARTICLE IV**

The initial mailing and street address of the principal office of this limited liability company shall be:

3202 Shipping Avenue  
Miami, Florida 33133

### **ARTICLE V**

The name and street address of the initial registered agent of this limited liability company are as follows:

**Bryan W. Bauman**  
1200 Brickell Avenue  
Miami Florida 33131

### **ARTICLE VI**

The limited liability company shall be managed through its managers. The name and address of the initial manager of the limited liability company, who shall serve until the first annual meeting of members or until such manager's successors are elected and qualified is:

**Michael Visconti**  
3202 Shipping Avenue  
Miami, Florida 33133

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 18 PM 2:15

#### ARTICLE VII

Additional Members may be admitted to the limited liability company upon the consent of at least 75% of the membership interests by the then existing Members and upon payment by the additional member of the capital contribution as determined appropriate by the existing members.

#### ARTICLE VIII

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence any other event which may terminate the continued membership of a member in the limited liability company.

#### ARTICLE IX

The limited liability company shall indemnify and/or insure each such person described in Florida Statutes Section 608.4363(7) to the fullest extent permitted by law, now existing or hereinafter enacted.

IN WITNESS WHEREOF, these Articles of Organization have been executed this 13<sup>th</sup> day of August, 1999.


  
\_\_\_\_\_  
MICHAEL J. VISCONTI

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 18 PM 2:45

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of FREIGHT DOGS, L. L. C. deposes and says:

1. The above named limited liability company has at least one member;
2. The total amount of cash contributions by the members to the limited liability company is \$10,000;
3. No property other than cash is to be contributed by the members to the limited liability company;
4. The total amount of cash or property anticipated to be contributed by the members to the limited liability company is \$10,000.



MICHAEL J. VISCONTI

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 18 PM 2:45

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

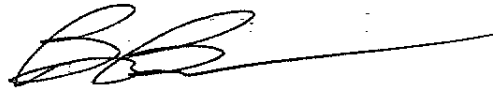
**FREIGHT DOGS, L. L. C.**

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

**Bryan W. Bauman**  
1200 Brickell Avenue  
Miami Florida 33131

ACKNOWLEDGMENT:

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.



BRYAN W. BAUMAN

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 18 PM 2:45