

L99000005698



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 370603 4300A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$285.00

ORDER DATE : September 10, 1999

ORDER TIME : 10:36 AM

ORDER NO. : 370603-005

700002983977--9

CUSTOMER NO: 4300A

CUSTOMER: Beth M. Moskowitz, Legal Asst
WEINER CUMMINGS & VITTORIA, P.
WEINER CUMMINGS & VITTORIA, P.
4th Floor
1428 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: TARGET WPB, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

Name	MJH
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

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DIVISION OF CORPORATIONS
99 SEP 10 PM 3:10

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99 SEP 10 PM 12:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
MAIL ROOM, FLD 2017

LAW OFFICES
WEINER, CUMMINGS & VITTORIA
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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1428 BRICKELL AVENUE
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THEODORE J. VITTORIA, JR., P.C.

THEODORE J. VITTORIA, JR.***

JAMES A. PURDY****

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September 9, 1999

Secretary of State

P.O. Box 6327

Tallahassee, FL 32314

Attn: Registration Section

Re: **TARGET WPB, LLC**

Dear Sir or Madam:

In connection with organizing the above-named limited liability company with the State of Florida, enclosed are the following originals executed documents for filing:

1. Articles of Organization;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Affidavit of Membership and Contributions.

Also enclosed is a check from CSC corporate services company for the filing fee. Upon filing, you are hereby authorized to release the original filed documents to a representative of CSC corporate services company. If you need any additional information or documentation to complete these filings, please contact the undersigned at the above Miami address.

Very truly yours,


BETH M. MOSKOWITZ

BMM/
enclosures

**ARTICLES OF ORGANIZATION
FOR
TARGET WPB, LLC.**

ARTICLE I - NAME

The name of this limited liability company shall be **TARGET WPB, LLC.**

ARTICLE II - DURATION

The limited liability company shall have perpetual existence.

ARTICLE III - PURPOSE AND POWERS

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida limited liability company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

ARTICLE IV - PRINCIPAL OFFICE

The mailing address and the street of this limited liability company shall be 285 N.W. 199th Street, Suite 210, Miami, FL 33169.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent for this limited liability company and the street address of the initial registered agent is:

**Morris I. Berger
285 N.W. 199th Street, Suite 210
Miami, FL 33169**

ARTICLE VI - ADDITIONAL MEMBERS

This limited liability company may admit additional members subject to approval by unanimous vote of the existing member.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 PM 3:10

ARTICLE VII - INITIAL MANAGERS

This limited liability company shall be managed by one or more managers. This limited liability company shall initially have two managers. The number of managers of this company may be changed in accordance with the regulations of the company. The names and addresses of the initial managers are as follows:

Morris I. Berger
285 N.W. 199th Street, Suite 210
Miami, FL 33169

David Berger
1836 W. 23rd Street
Miami Beach, FL 33140

The initial managers shall serve until the first annual meeting of members or until their successors are elected and qualified or until their deaths or registrations.

ARTICLE VIII - REGULATIONS

The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

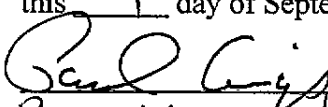
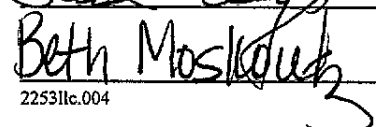
ARTICLE IX - MEMBERS' RIGHT TO CONTINUE BUSINESS

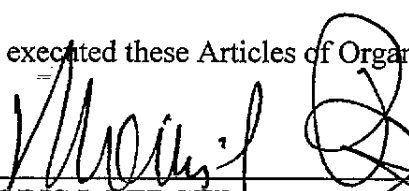
The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by unanimous vote of the remaining members; provided that at least two members remain.

ARTICLE X - AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provisions contained in these Articles of Organization in accordance with the Florida limited liability company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
this 9 day of September, 1999.



22531lc.004


MORRIS I. BERGER
Authorized Representative of the Members

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


The name of the limited liability company is **TARGET WPB, LLC.**

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

**Morris I. Berger
285 N.W. 199th Street, Suite 210
Miami, FL 33169**

Having been named as registered agent and to accept service of process for the above-named 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 positions as registered agent.

Date: September 9, 1999


MORRIS I. BERGER

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

The undersigned member of **TARGET WPB, LLC** deposes and says:

A. The above named limited liability company has at least two members.

¹ The total amount of cash contributed by the members is
\$ 0.

² The agreed value of property other than cash contributed by members is \$0.
A description of the property is attached and made a part of this Affidavit.

³ The total amount of cash or property anticipated to be contributed by members is
\$ 10,000. This total includes amounts from Paragraphs 2 and 3 above.


In accordance with Section 608.408(3), Florida Statutes, this execution of this Affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Dated: September 9, 1999



MORRIS I. BERGER

STATE OF FLORIDA)
): SS
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 9 day of September, 1999, by **MORRIS I. BERGER**, who is personally known to me, or has produced (type of i.d.) _____ as identification.

 (SEAL)
Notary Public, State of Florida

22531lc.004

 Beth Moskowitz
My Commission CC798642
Expires December 21 2002