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20 August 1999

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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Re: Organization of: MEJK, L.L.C.
Existence begins: *Sept 5, 1999*

Gentlemen:

Enclosed please find two originally-executed copies of the Articles of Organization of MEJK, L.L.C., a Florida limited liability company. Also enclosed is our check in the amount of \$346.25 in payment of the following:

1. Filing fee	\$285.00
2. Certified copy of Articles	52.50
3. Certificate of Status	8.75
Total	<u>\$346.25</u>

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Name	<i>09-15</i>
Availability	
Payment	<i>OK</i>
Initials	<i>OK</i>

In connection with the enclosed Articles of Organization, please note that the limited liability company's existence is intended to begin on *Sept 5, 1999*, as specified in Article Two of the Articles. Please use this date even if the documents need to be returned to us for revision.

If any of these enclosures is not in order, or if you have any questions of any nature, **please do not** return these documents to us by mail. Instead, to avoid delays, we would like to discuss such matters with your staff, by telephone; and this letter will evidence our consent to your altering our documents in accordance with such conversations. Therefore, if there should be any difficulties, please call me, **collect**.

However, if you do need to return these documents, we request, pursuant to Florida Statutes §608.409, that the effective date of these documents shall be the filing date that would have applied had the original documents been acceptable as originally filed.

ARTICLES OF ORGANIZATION
of
MEJK, L.L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under Chapter 608 Florida Statutes, the Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE 1: NAME

The name of this limited liability company shall be MEJK, L.L.C.

ARTICLE 2: COMMENCEMENT AND DURATION

The date of commencement of this limited liability company's existence is at 12:01 A.M., on Sept. 5, 1999. This limited liability company shall exist in perpetuity.

ARTICLE 3: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office and the mailing address of this limited liability company shall, initially, be the office of its registered agent, until such principal office, mailing address, and registered agent shall be changed by the members, which they may do from time to time. The street address and mailing address of the initial registered office is 14640 SW 87th Avenue, Miami, Florida 33176; and the name of the initial registered agent at that address is Ellen Marks.

ARTICLE 4: PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

- a. To engage in any activity or business authorized under the Florida Statutes.

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- b. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
 - c. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
 - d. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
 - e. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
 - f. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business to be transacted shall be construed as both purposes and powers of this limited liability company; and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any

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other clause. They shall be regarded as independent purposes and powers. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting the conduct of any business, permitting the exercise any power, or doing any act which a limited liability company may not do under Florida laws.

ARTICLE 5: MANAGEMENT BY MEMBERS AND VOTING

Management of this limited liability company is reserved to its members, in proportion to their contributions to the capital of the limited liability company, as the same may be adjusted from time to time to reflect additional contributions or withdrawals by members, whose names and addresses and initial capital percentages are as follows:

- Ellen Marks (80%): 14640 SW 87th Avenue, Miami, Florida 33176.
- Jessica Marks (10%): 14640 SW 87th Avenue, Miami, Florida 33176.
- Kathryn Marks (10%): 14640 SW 87th Avenue, Miami, Florida 33176.

All members shall be entitled to vote on matters relating to the limited liability company; and each member's vote shall be weighted in proportion to the member's relative capital account; however, if the capital account of each member is negative or zero, each member shall have one vote. This Article may be amended from time to time in the regulations of the limited liability company by a majority vote of the members of the limited liability company.

ARTICLE 6: MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by majority consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with majority written consent of the members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on majority consent of the remaining members.

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ARTICLE 7: CAPITAL CONTRIBUTIONS

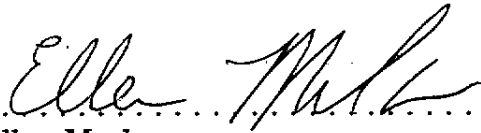
Capital contributions in the amount of \$10,000.00 cash shall be paid to the limited liability company by the members in proportion to their respective shares stated above in Article 5. Additional contributions will be made as required for investment purposes, as determined by majority consent of the members. Members will make contributions in proportion to their capital accounts.

ARTICLE 8: PROFITS AND LOSSES

- a. Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company, allocated and distributed on the basis of each member's relative capital account. The distributive share of the profits shall be determined and paid to the members annually, during the month following the end of the fiscal year, or at such other time as the members shall agree.
- b. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the accumulated profits of the business, or, if these sources are insufficient to cover such losses, by the members in the same proportion as profits; except that losses, if any, shall first be allocated to Ellen Marks until her capital account shall be exhausted.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of MEJK, L.L.C.

Executed by the undersigned at Miami, Florida this 20 day of August, 1999.


Ellen Marks

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