

L99000006066

LAWRENCE S. KLITZMAN P.A.

Attorney At Law  
Bayview Plaza  
3225 Aviation Avenue  
Seventh Floor  
Coconut Grove, Florida 33133

Telephone (305) 854-6666

Facsimile (305) 856-7634

September 17, 1999  
(Via U.P.S. Second Day Overnight)

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: DLS Group, LLC, a Florida limited liability company

Gentleperson(s):

Enclosed please find Articles of Organization for DLS Group, LLC, and our trust account check in the sum of \$337.50 representing \$288.00 attributable to your filing fees and \$52.50 for a certified copy of the Articles.

Please file the enclosed Articles and return a copy to the undersigned in the enclosed stamped, self-addressed envelope which has been enclosed for your convenience.

Thank you in advance for your prompt attention to the foregoing.

Sincerely yours,



Lawrence S. Klitzman

300002991103--6  
-09/20/99-01087-007  
\*\*\*337.50 \*\*\*337.50

Enclosures

AL

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 20 PM 1:45

**ARTICLES OF ORGANIZATION  
OF  
DLS Group, LLC**

The undersigned, being the sole member of DLS Group, LLC, a Florida limited liability company (the "Company"), hereby forms a limited liability company under the laws of the State of Florida.

**ARTICLE I. COMPANY NAME**

The name of this Company is: **DLS Group, LLC**

**ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE**

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon the filing of these executed Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

**ARTICLE III. MAILING ADDRESS OF COMPANY**

The mailing address of this Company is:

c/o Lawrence S. Klitzman  
3225 Aviation Avenue, Seventh Floor  
Miami , Florida 33133

**ARTICLE IV. STREET ADDRESS OF COMPANY**

The street address of the principal office of the Company is:

3225 Aviation Avenue, Seventh Floor  
Miami Beach, Florida 33133

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 20 PM 1:45

## **ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Lawrence S. Klitzman  
3225 Aviation Avenue, Seventh Floor  
Miami, Florida 33133

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 20 PM 1:45

## **ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS**

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company in attendance at a duly called meeting of the members of the Company at which a quorum exists or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company. Any new member which is approved by the members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the members of the Company, and upon such member's agreement to comply with these Articles of Organization, the Regulations and such other documents, statutes, rules, regulations or guidelines as the members of the Company may from time to time determine in their sole discretion.

## **ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER**

An assignee of a member's interest in the Company may become a member of the Company and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members of the Company or by written consent of the holders of not less than ninety percent (90.00%) of the Shares in the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Regulations, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Regulations of the Company.

## **ARTICLE VIII. DISSOLUTION OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the other members elect to continue the Company either upon the affirmative vote of the holders of not less than ninety percent (90.00%) of the Shares in the Company, which vote is taken at a duly called meeting of the members of the Company or by written consent of the holders of not less than ninety percent



IN WITNESS WHEREOF, the members of the Company have executed the foregoing Articles of Organization this 16<sup>th</sup> day of September, 1999.

**Regional Investment Properties, Inc.**

By:   
Lawrence S. Klitzman., President

**CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UP ON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida  
Limited Liability Company Act:

Having been appointed registered agent of DLS Group, LLC in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Regional Investment Properties, Inc.

Dated: Sept 16, 1999

  
Lawrence S. Klitzman., President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 20 PM 1:45

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

Pursuant to Section 608.407(2) of the Florida Limited Liability Company Act, the undersigned, as an officer or authorized representative of an initial member of DLS Group, LLC, a Florida limited liability company (the "Company") who, upon being duly sworn, certifies the following:

1. The Company has one (1) members.
2. As of the date hereof, the amount of capital contributions to the Company made by its members is as follows:

\$375.00

3. The anticipated amount of additional capital contributions to the Company to be made by its members will be as follows:

\$00.00

4. There have been no contributions to the Company made by its members other than cash contributions.

**FURTHER AFFIANT SAYETH NOT.**

Under penalties of perjury, the undersigned, as an officer or authorized representative of a member of the Company, declares that the undersigned has read the foregoing and that the facts alleged are true, to the best of the undersigned's knowledge and belief.

DATED: Sept 16, 1999

**Regional Investment Properties, Inc.,**  
a Florida corporation

By: [Signature]  
Lawrence S. Klitzman, President

September, 1999, by Lawrence S. Klitzman, as President of Regional Investment Properties, Inc., a Florida corporation, who is personally known to me and who did take an oath.

My Commission Expires:

Michael A. Shapiro  
Notary Public, State of Florida  
Print Name: Michael A. Shapiro

