

L99000006257

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

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(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

200002954142--0

-08/09/99--01081--006

*****78.75 *****78.75

200002954142--0

-08/09/99--01081--005

*****258.75 *****258.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PROGRESS INTERNATIONAL TRADING, L.C.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION		Name
<input type="checkbox"/>	Foreign	Availability MJH
<input type="checkbox"/>	Limited Partnership	Document Examiner
<input type="checkbox"/>	Reinstatement	Updater
<input type="checkbox"/>	Trademark	Updater Verifier
<input type="checkbox"/>	Other	Acknowledgement
		W. P. Verifier

Examiner's Initials

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -1 PM 1:29

RECEIVED
99 AUG -9 AM 11:38

MJH



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 30, 1999

LAZARUS

SUBJECT: PROGRESS INTERNATIONAL TRADING, L.C.
Ref. Number: W99000018410

We have received your document for PROGRESS INTERNATIONAL TRADING, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 899A00043292

RECEIVED
99 SEP 17 AM 11:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 17, 1999

LAZARUS

SUBJECT: PROGRESS INTERNATIONAL TRADING, L.C.
Ref. Number: W99000018410

We have received your document for PROGRESS INTERNATIONAL TRADING, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

You did not resubmit the affidavit with your documents, only the attachment to the affidavit. Please provide a complete affidavit, and a description of the property contributed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 899A00043292

RECEIVED
99 OCT - 1 AM 11:33
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is:

PROGRESS INTERNATIONAL TRADING, L.L.C.

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company in the State of Florida is **1565 Weeping Willow Way, Hollywood, Florida 33019**. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE III - Duration

This Limited Liability Company is to exist for thirty (30) years. The remaining members may vote to continue the Limited Liability Company's business without regard to 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.

ARTICLE IV - Management

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

<u>Name</u>	<u>Address</u>	<u>Ownership</u>
Rebeca Waserstein G.	1565 Weeping Willow Way Hollywood, Florida 33019	90%
David Wishnia	1565 Weeping Willow Way Hollywood, Florida 33019	5%
Rachele Goldwaser T.	100 Meters North Restaurant Central Palace -Rhormose Pavas, Costa Rica	5%

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT - 1 PM 1:29

ARTICLE V - Membership

All memberships shall be payable in cash, notes or other property at a valuation to be fixed by the Board of Managers at a meeting called for that purpose. Property may be purchased or paid for with memberships at a just valuation to be fixed by the Board of Managers. The members by vote of a majority in interest may sell further memberships as they deem necessary at a price to be determined in their discretion. Any new membership interests shall reduce the existing percentages pro-rata. However, whenever new membership interests are sold the existing members shall have preemptive rights.

ARTICLE VI - Admission of Additional Members

The remaining members may admit additional members provided it is agreed by a majority of existing members and the new member contributes to the capital in proportion to its interest.

ARTICLE VII - Members Rights to Continue Business

The remaining members of the Limited Liability Company are given the right 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.

ARTICLE VIII - Initial and Authorized Capital

The amount of capital with which this Limited Liability Company will begin business is not less than \$100.00 to be contributed as set out in Article IV. The authorized capital shall be \$1,000,000.00, but may be increased by amending these articles as provided in Article IX.

ARTICLE IX - Amendment

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved at a members' meeting by a majority of interest of the membership entitled to vote thereon, unless all the managers and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Organization be made.

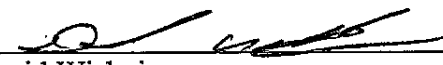
ARTICLE X - Registered Office and Registered Agent


That PROGRESS INTERNATIONAL TRADING COMPANY, L.L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates Fernando S. Aran as its Registered Agent, to accept services within the State. The street address of the registered

as its Registered Agent, to accept services within the State. The street address of the registered office of the Limited Liability Company shall be 710 South Dixie Highway, Coral Gables, Florida 33146.

IN WITNESS WHEREOF, the hand and seal of the members in Miami-Dade County, State of Florida, this 23rd day of July, 1999.


Rebeca G. Waserstein


David Wishnia


Rachele T. Goldwaser

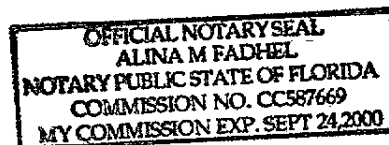
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

PERSONALLY appeared before me, Rebeca G. Waserstein, to me well known to be one of the original members to the foregoing Articles of Progress International Trading, L.C., who being by me first duly sworn, acknowledges that she signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami, Dade County, Florida this 23rd day of July, 1999.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:




STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

SS:

PERSONALLY appeared before me, David Wishnia, to me well known to be one of the original members to the foregoing Articles of Progress International Trading, L.C., who being by me first duly sworn, acknowledges that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami, Dade County, Florida this 22nd day of July, 1999.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:



STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

SS:

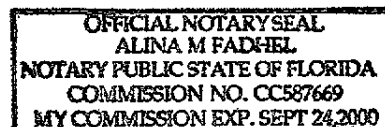
PERSONALLY appeared before me, Rachele T. Goldwaser, to me well known to be one of the original members to the foregoing Articles of Progress International Trading, L.C., who being by me first duly sworn, acknowledges that she signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami, Dade County, Florida this 29th day of July, 1999.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:

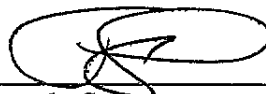


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That Progress International Trading, L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, has named Fernando S. Aran, as its Agent to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Fernando S. Aran
Registered Agent

July 22, 1999
Date