

L99000006435

BERENFELD
SPRITZER
SHECHTER
& SHEER
ATTORNEYS AT LAW

7700 North Kendall Drive
Penthouse Five
Miami, Florida 33156

City/State/Zip

Phone #

100002947731--1
-08/02/99--01119--005
****285.00 ****285.00

Office Use Only

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

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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input 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	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W99-18175

(AL)

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 5, 1999

BERENFELD SPRITZER SHECHTER & SHEET
7700 NORTH KENDALL DRIVE
PENTHOUSE FIVE
MIAMI, FL 33156

SUBJECT: BUSINESS DEVELOPMENT GROUP, L.C.
Ref. Number: W99000018195

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We have received your document for BUSINESS DEVELOPMENT GROUP, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 199A00039803



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 24, 1999

BERENFELD SPRITZER SHECHTER & SHEET
7700 NORTH KENDALL DRIVE
PENTHOUSE FIVE
MIAMI, FL 33156

SUBJECT: BUSINESS DEVELOPMENT GROUP, L.C.
Ref. Number: W99000018195

We have received your document for BUSINESS DEVELOPMENT GROUP, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 199A00042394

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ARTICLES OF ORGANIZATION
OF BSS&S Development Group, L.C.

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DIVISION OF CORPORATIONS
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ARTICLE I
NAME

The name of the limited liability company shall be BSS&S Development Group, L.C. (the "Company"), and its principal place of business shall be at 7700 N. Kendall Drive, Suite 805, in the City of Miami, County of Miami-Dade, State of Florida with the mailing address being the same. The Company shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II
PURPOSES AND POWERS

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

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business to have and exercise all of the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. 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 the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. 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 thereof, and to perform and carry out, assign, cancel or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein or otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and to perform any service under syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. 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 furtherance of any of the powers herein set forth, either alone or in association with others, whether incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of the Company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or interference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do,

ARTICLE III PROFITS AND LOSSES

(a) Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the Company's business that remain after the payment of the expenses of conducting such business. Each member shall be entitled to a distributive share of the profits in accordance with its membership interest in the Company which membership interest will be determined pursuant to the regulations adopted by the members.

(b) Losses. All losses that occur in the operation of the Company's business shall be paid out of the Company and the profits of the business.

ARTICLE IV LIMITED LIABILITY COMPANY MANAGEMENT

Except as otherwise provided in the regulations adopted by the members, the Company shall be managed by its members who will be its managers. All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the direction of said members. The names and addresses of the members are as follows:

Andrew Hesser
10124 SW 130 Terrace
Miami, Florida 33176

Philip Shechter
7700 N. Kendall Drive
Suite 805
Miami, Florida 33156

Michael Spritzer
7700 N. Kendall Drive
Suite 805
Miami, Florida 33156

Emery Sheer
7700 N. Kendall Drive
Suite 805
Miami, Florida 33156

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DIVISION OF CORPORATIONS

Marc Berenfeld
7700 N. Kendall Drive
Suite 805
Miami, Florida 33156

ARTICLE V
DURATION

The Company shall exist for a period of twenty five (25) years, unless sooner dissolved or extended further in a manner provided by law, or as provided in the regulations adopted by the members. Upon 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 only if agreed by a majority of such remaining members.

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

The principal office of the Company shall be located at 7700 N. Kendall Drive, Suite 805, City of Miami, Miami-Dade County, in the State of Florida and mailing address shall be the same.

ARTICLE VII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered Agent/Office of the Company is Philip Shechter, 7700 N. Kendall Drive, Suite 805, Miami, Florida 33156.

ARTICLE VIII
RESTRICITONS ON MEMBERSHIP

Members shall have the right to admit new members by the consent of a majority of the existing members. Contributions required of new members shall be determined as of the time of their admission to the Company.

The undersigned, being one of the original members of the Company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of BSS&S Development Group, L.C.

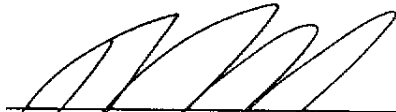
Executed on July 7, 1999


PHILIP SHECHTER

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DESIGNATION OF REGISTERED AGENT

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



Signature / Registered Agent

9/1/99

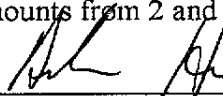
Date

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **BSS&S Development Group, L.C.** after being duly sworn, deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the members is One Thousand Dollars (\$1,000.00).
3. The agreed value of property, if any, other than cash contributed by members is N/A.
4. The total amount of cash or property anticipated to be contributed by the members is One Thousand Dollars (\$1,000.00). This includes amounts from 2 and 3 above.


ANDREW HESSER


MICHAEL SPRITZER


PHILIP SHECHTER


EMERY SHEER

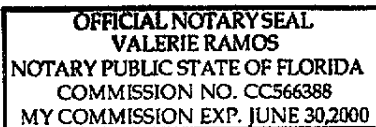

MARC BERENFELD

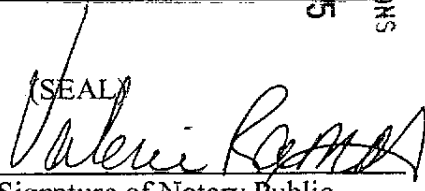
STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 17th day of SEP 1999, by Andrew Hesser, Michael Spritzer, Philip Shechter, Emery Sheer & Marc Berenfeld who are personally known to me or who have produced identification.

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(SEAL)

Signature of Notary Public
Valerie Ramos
Printed name of Notary Public