

L99 000006947

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000026725 4))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

RECEIVED

99 OCT 22 AM 9:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 22 PM 7:59

mtch

10/22

LIMITED LIABILITY COMPANY

mtch, llc

Certificate of Status	0
Certified Copy	1
Page Count	09
Estimated Charge	\$155.00

H99000026725

**ARTICLES OF ORGANIZATION
OF
MTCH, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

We, the undersigned, for the purpose of forming a limited liability company for profit pursuant to the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, do hereby make, subscribe, acknowledge and file the following Articles of Organization:

**ARTICLE 1.
NAME**

The name of this limited liability company shall be: **MTCH, LLC.**

**ARTICLE 2.
DURATION**

This limited liability company shall have perpetual existence from the date of the filing of these Articles of Organization with the Florida Department of State, unless earlier terminated as allowed by law.

**ARTICLE 3.
PURPOSE**

This limited liability company shall have the authority to engage in any activity or business permitted under the laws of the United States and of the law of the State of Florida, and the law of any other jurisdiction wherein it may conduct business. This limited liability company may conduct business within or without the State of Florida anywhere in the world that it may so select.

**ARTICLE 4.
ADDRESS**

The street and mailing address of the initial principal office of this limited liability company in the State of Florida shall be:

1700 Sans Souci Boulevard
No. Miami, FL 33181

PREPARED BY:
Karen S. Leopold, Esquire
LEOPOLD & LEOPOLD, P.A.
20801 Biscayne Blvd., #501
Aventura, FL 33180
Florida Bar No. 230219

H99000026725

H99000026725

The manager of this limited liability company may, from time to time, move the principal office to any other address within or without the State of Florida to which it seems pertinent in the interest of the company with the consent of the members owning a majority of the ownership interest in the company.

**ARTICLE 5.
REGISTERED OFFICE AND AGENT**

The initial registered office of this limited liability company shall be:

1700 Sans Souci Boulevard
No. Miami, FL 33181

The initial registered agent shall be:

Michael J. Higer, Esq.
1700 Sans Souci Boulevard
No. Miami, FL 33181

The manager of this limited liability company may, from time to time, move the registered office to any other address within or without the State of Florida to which it seems pertinent in the interest of the company with the consent of the members owning a majority of the ownership interest in the company.

**ARTICLE 6.
ADDITIONAL MEMBERS**

The members of this limited liability company may admit additional members only upon the consent of not less than fifty percent (50%) affirmative vote of the ownership interest of then existing members.

**ARTICLE 7.
CONTINUATION OF BUSINESS**

The remaining members of this limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any other member of this limited liability company, or upon the occurrence of any other event which would terminate the continued membership of a member in this limited liability company.

H99000026725

H99000026725

**ARTICLE 8.
MANAGEMENT**

The limited liability company is to be managed by one manager or more managers and is, therefore, a manager - managed company. This limited liability company shall have one (1) manager initially. The members may, from time to time and at any time, raise the number of managers of this limited liability company by so providing by written agreement of the members holding one hundred percent (100%) ownership interests in this limited liability company; provided, however, there shall always be at least one manager, although said manager need not be a citizen of the United States of America nor a resident of the State of Florida; nor does such manager need be a member of the limited liability company. The initial manager and street address of the first manager to serve until the first annual meeting of members or until his successor is elected and qualify shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mark J. Mintz	1700 Sans Souci Boulevard No. Miami, FL 33181

A vote of the members holding not less than fifty percent (50%) ownership interest of this limited liability company may terminate any existing manager or managers of the company.

**ARTICLE 9.
REGULATIONS OF THE COMPANY**

The power to adopt, alter, amend or repeal the Regulations of this limited liability company shall be vested in the members of the company and the vote shall be by not less than fifty percent (50%) ownership interest in the company.

**ARTICLE 10.
VOTING**

Votes of the members shall be in proportion to their contributions to the capital of the limited liability company as adjusted from time to time, to properly reflect any additional contributions or withdrawals of capital by the members. In the event of any conflict between the provisions of the Regulations of this limited liability company and these Articles of Organization, then the provisions of these Articles of Organization shall prevail.

H99000026725

ARTICLE 11.
INITIAL MEMBERS

H99000026725

The name and street address of the initial members executing these Articles of Organization are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mark J. Mintz	3081 No. 35th Street Hollywood, FL 33021
Keith A. Truppmann	6005 S.W. 135th Terrace Miami, FL 33156
Scott R. Clein	18111 S.W. 27th Street Miramar, FL 33029
Michael J. Higer	20021 N.E. 21st Court No. Miami Beach, FL 33179

We, the undersigned, being the initial members of these Articles of Organization for the purpose of forming a limited liability company pursuant to Chapter 608 of the Florida Statutes, to do business both within and without the State of Florida, do make, subscribe, acknowledge and file these Articles of Organization, hereby declaring and certifying that the articles herein stated are true and accordingly, hereunto set our hands and seals this 20th day of October, 1999.


Mark J. Mintz


Keith A. Truppmann


Scott R. Clein


Michael J. Higer

H99000026725

H99000026725

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 20th day of October, 1999, by Mark J. Mintz, Keith A. Truppman, Scott R. Clein and Michael J. Higer, who are personally known to me or produced _____ as identification.

Francine Machurick
Notary Public, State of Florida

My commission expires:

Francine Machurick
Print name of notary public



FILED
OCT 21 1999
11:59

H99000026725

H99000026725

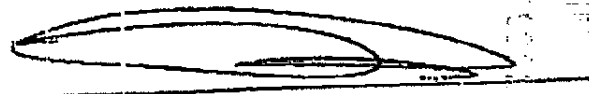
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF §608.415 OR 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN
THE STATE OF FLORIDA.

1. The name of the limited liability company is: **MTCH, LLC.**
2. The name and address of the registered agent and office is:

Michael J. Higer, Esq.
1700 Sans Souci Boulevard
No. Miami, FL 33181

Having been named as registered agent and to accept service of process for the above
stated 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 property and complete performance
of my duties, and I am familiar with and accept the obligations of my position as registered
agent.



Michael J. Higer

Date: October 20, 1999

69-11-11 11:17:59
11/11/99 11:17:59
11/11/99 11:17:59

H99000026725

H99000026725

THE UNDERSIGNED member or authorized representative of a member of MTCH, LLC., deposes and says:

1. The above named limited liability company has at least one (1) member.
2. The total amount of cash contributed by each of the members is as follows:

Mark J. Mintz
 Keith A. Truppman
 Scott R. Clein
 Michael J. Higer

Total:

3. If any, the agreed value of property other than cash contributed by the member is as follows (a description of the property is attached hereto and made a part hereof as Exhibit "A"):

Mark J. Mintz
 Keith A. Truppman

Total:

4. The total amount of cash or property anticipated to be contributed by the members is \$342,000.00. This total includes amounts from 2 and 3 above.

[Handwritten Signature]
 Mark J. Mintz

STATE OF FLORIDA
 COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 20th day of October, 1999, by Mark J. Mintz, who is personally known to me or produced _____ as identification.

[Handwritten Signature]
 Notary Public, State of Florida

Francine Machurick
 Print name of notary public

My commission expires:

 FRANCINE MACHURICK
 MY COMMISSION # CC 77874
 EXPIRES: 12/31/2002
 IN WORK WITH MARRIAGE EXEMPTION: Empires & Fundus Co

H99000026725

H99000026725

**EXHIBIT "A" TO
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

LEGAL DESCRIPTION OF PROPERTY

Replating of Block 12 and a portion of Block 1 of SANS SOUCI ESTATES, according to the Plat thereof, recorded in Plat Book 65, at Page 20, beginning 335 feet east of the N.W. corner of Block 12-A, etc., a/k/a 1700 Sans Souci Boulevard, North Miami, Florida.

65-1-20-17-59
PLAT BOOK 65

H99000026725