

# LD1000016298

Number Only

9/17/01

Devaldes & Associates, Inc.

Requestor's Name

8404 SW 40 Street

Address

Miami, Fl. 33155

City

State

ZIP

Phone

8080 A

CORPORATION(S) NAME

Tamiami Properties L.L.C.

VALIDATION ONLY

80004597059-1  
-09/19/01--01018--004  
\*\*\*155.00 \*\*\*155.00

01 SEP 24 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

At Miami  
Date  
Time

RECEIVED  
SEP 19 AM 9:19  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other *LLC*
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

*NOT 2/10/05*

*9-24-01*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 19, 2001

EMPIRE

SUBJECT: TAMIAMI PROPERTIES, L.L.C.  
Ref. Number: W01000021685

We have received your document for TAMIAMI PROPERTIES, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 245-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 801A00052369

01 SEP 21 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AFFIDAVIT  
AND  
FILED

**ARTICLES OF ORGANIZATION OF  
TAMIAMI PROPERTIES L. L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, Florida Statute 608-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 I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be TAMIAMI PROPERTIES, L.L.C., and its principal office shall be located at 1915 Brickell Ave. Suite CPH 5, Miami, Fl 33129 County of Miami-Dade, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate, and the mailing address is at: 1915 Brickell Ave., Suite CPH5, Miami, Fl 33129

**ARTICLE II  
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 to be transacted, and which the limited liability company is authorized to transact, 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 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.
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 thORIZED 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.
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, 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 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

SECRET  
ANY INFORMATION  
HEREIN IS UNCLASSIFIED  
DATE 01 SEP 01 BY 10452

01 SEP 01 AM 10:52

SECRET  
ANY INFORMATION  
HEREIN IS UNCLASSIFIED

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.

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 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 or businesses 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 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, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws lawfully carry on, exercise, or do.

### ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Names and Addresses:

Camilo Medina  
1915 Brickell Ave. Suite CPH 5  
Miami, Fl 33129

Magdalena Medina  
1915 Brickell Ave. Suite CPH 5  
Miami, Fl 33129

01 SEP 24 PM 10:52

APPROVED  
AND  
FILED

**ARTICLE V  
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous 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 unanimous written consent of all 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 unanimous consent of the remaining members.

**ARTICLE VI  
CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$ 1,000.00 cash shall be paid to the limited liability company by the all members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

**ARTICLE VII  
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. Each member shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being the date of the filing of these Articles.

(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 profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

**ARTICLE VIII  
DURATION**

This limited liability company shall exist until until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

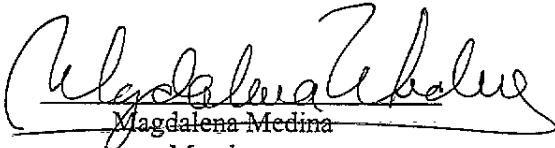
01 SEP 21 AM 10:52

APPROVED  
FILED

**ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is Magdalena Medina, County of Dade, and the name of the company's initial registered agent at that address is 1915 Brickell Ave. Suite CPH 5, Miami, Fl 33129.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of TAMIAMI PROPERTIES L.L.C. Executed by the undersigned at 1915 Brickell Ave. Suite CPH 5, Miami, Fl 33129

  
\_\_\_\_\_  
Magdalena Medina  
Member

  
\_\_\_\_\_  
Camilo Medina  
Member

01 SEP 21 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED