

# L010000016959

OFFICE USE ONLY(DOCUMENT #)

**LAZARUS CORPORATE FILING SERVICE**

**3320 S.W. 87 AVENUE**

**MIAMI, FLORIDA (305)552-5973**

**TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)**

700004621757--9

-10/03/01--01054--014

\*\*\*\*155.00 \*\*\*\*155.00

OFFICE USE ONLY

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

1. MIAMI APARTMENTS, L.L.C.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

RECEIVED  
01 OCT -3 AM 11:47  
DIVISION OF CORPORATION

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 |                     |
|----------------------------|---------------------|
| <input type="checkbox"/>   | Foreign             |
| <input type="checkbox"/>   | Limited Partnership |
| <input type="checkbox"/>   | Reinstatement       |
| <input type="checkbox"/>   | Trademark           |
| <input type="checkbox"/>   | Other               |

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01 OCT -3 PM 2:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials 10301

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

**ARTICLE I - Name**

The name of the Limited Liability Company is **Miami Apartments, L.L.C**

**ARTICLE II – Place Of Business**

The mailing address of the Limited Liability Company is:

**10833 S.W. 142<sup>nd</sup> COURT  
MIAMI, FLORIDA 33186**

The principal office address of the Limited Liability Company is:

**10833 S.W. 142<sup>nd</sup> COURT  
MIAMI, FLORIDA 33186**

This Limited Liability Company may, at its discretion, at any time, change the address of its principal place of business.

**ARTICLE III - Duration**

The duration of this Limited Liability Company shall be perpetual from date of filing these Articles with the Department of State, unless sooner terminated as provided in the Regulations and the Operating Agreement adopted by the members.

**ARTICLE IV - Purpose**

The purpose of organizing this Limited Liability Company is to transact any lawful business for which a Limited Liability Company may conduct under Florida Law.

**ARTICLE V – Registered Agent**

The name and address of the initial registered agent of the Limited Liability Company is Nilo A. Hernandez, 10833 S.W. 142<sup>nd</sup> Court, Miami, Florida 33186

**ARTICLE VI – Management**

The management of this Limited Liability Company shall be vested in the managers who shall serve until the first annual meeting of the members or until their successors have been duly elected and qualified as provided in the Regulations and governed by an Operating Agreement vested by the members of the Limited Liability Company. The name and addresses of the managers are as follows:

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TALLAHASSEE, FLORIDA

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| NAME                | ADDRESS  |
|---------------------|--|
| Jorge Mesa          | 4321 SW 95th. Court<br>Miami, Florida 33165                |
| Nilo A. Hernández   | 10833 S.W. 142 <sup>nd</sup> Court<br>Miami, Florida 33186 |
| Juan Carlos Chediak | 12830 S.W. 58th Lane<br>Miami, Florida 33183               |

**ARTICLE VII – Admission Of Additional Members**

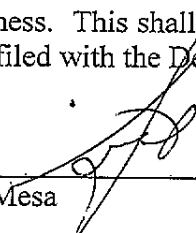
The members shall have the right to admit additional members upon such terms and conditions as set forth in the regulations and the Operating Agreement.

**ARTICLE VIII – Indemnification**

If the criteria set forth in Florida Statutes 608.4363, or any successor statute, have been met, then the Company shall indemnify any manager or member, or former manager or member, his or personal representatives, devisees or heirs, in the manner and to the extent contemplated by Florida Statutes 608.4363.

**ARTICLE IX – Members Rights To Continue Business**

In the event of 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, the remaining members shall have the right to continue business. This shall be express in writing and statement reflecting the new proportions of ownership filed with the Department of State within thirty (30) days of the event.

  
 \_\_\_\_\_  
 Jorge Mesa

10/2/01  
 \_\_\_\_\_  
 Date

  
 \_\_\_\_\_  
 Nilo A. Hernández

10-2-2001  
 \_\_\_\_\_  
 Date

  
 \_\_\_\_\_  
 Juan Carlos Chediak

10-2-001  
 \_\_\_\_\_  
 Date

DEPARTMENT OF STATE  
 TALLAHASSEE, FLORIDA  
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 AND  
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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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.

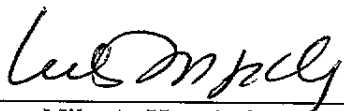
1. The name of the Limited Liability Company is:

**MIAMI APARTMENTS, L.L.C.**

2. The name and address of the registered Agent and Office is:

**Nilo A. Hernandez  
10833 SW 142<sup>nd</sup> Court  
Miami, Florida 33186**

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 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.



Nilo A. Hernández

10-2-2001

Date

Filing Fee: \$35.00 for Designation of registered Agent.

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TALLAHASSEE, FLORIDA