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Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS

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LIMITED LIABILITY COMPANY

LTC HOLDINGS, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

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**ARTICLES OF ORGANIZATION
OF
LTC HOLDINGS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be LTC Holdings, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company in Florida shall be 1301 Northeast 104th Street, Miami Shores, Florida 33138.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the regulations adopted by the members.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The

Brian A. Hart
Florida Bar No. 259632
Adorno & Yoss, P.A.
Suite 1600
2601 South Bayshore Drive
Miami, Florida 33133
(305) 858-5555

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Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

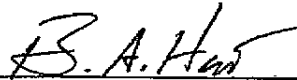
ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Brian A. Hart, Adorno & Yoss, P.A., Suite 1600, 2601 South Bayshore Drive, Miami, Florida 33133.

ARTICLE VI - MANAGEMENT

The Company shall be managed by one or more managers in accordance with regulations adopted by the members for the management of the business and affairs of the Company.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purposes this 31st day of July, 2002.



Brian A. Hart, as the Authorized Representative of a Member

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 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: LTC Holdings, LLC.
2. The name and address of the registered agent and office is:

Brian A. Hart
Adorno & Yoss, P.A.
Suite 1600
2601 South Bayshore Drive
Miami, Florida 33133.

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Brian A. Hart

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