

L02000028031



Bayshore Land Group, Inc.

a realty and development company

October 7, 2002

State of Florida
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314

VIA U.P.S.
(850-245-6051)

**RE: Articles of Organization
Florida Realty Sales, L.L.C.**

500008364575--9
-10/14/02--01072--004
****125.00 ****125.00

Enclosed is a check in the amount of \$125.00, made payable to: Florida Department of State, along with the Articles of Organization for , L.L.C.

Please call me if you have any questions or need additional information.

Sincerely,

Christopher J. MacNair
Manager, Florida Realty Sales, L.L.C.

Effective Date -
10-7-02

Attachments

~~W02 291687~~

DeptofStae.FRS

APPROVAL
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
10/22/02



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 15, 2002

CHRISTOPHER J. MACNAIR
BAYSHORE LAND GROUP, INC.
255 ALHAMBRA CIRCLE, STE. 325
CORAL GABLES, FL 33134

SUBJECT: FLORIDA REALTY SALES, LLC
Ref. Number: W02000029687

We have received your document for FLORIDA REALTY SALES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be titled "ARTICLES OF ORGANIZATION".

Please find Articles of Organization enclosed for your convenience.

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

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 802A00057422

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**ARTICLES OF ORGANIZATION
OF
FLORIDA REALTY SALES, LLC**

The undersigned member adopts the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

**ARTICLE I
NAME OF COMPANY**

The name of the limited liability company is Florida Realty Sales, LLC (the "Company").

**ARTICLE II
PERIOD OF DURATION**

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company's Regulations or Florida law. The effective date of these Articles of Organization shall be October 7, 2002.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The address of the Company's principal office and the mailing address of the Company is as follows: c/o Bayshore Land Group, Inc., 255 Alhambra Circle, Suite 325, Coral Gables, Florida 33134. The name and address of the Company's initial registered agent in the State of Florida is as follows: Christopher J. MacNair, c/o Bayshore Land Group, Inc., 255 Alhambra Circle, Suite 325, Coral Gables, Florida 33134

**ARTICLE IV
REQUIREMENTS FOR ADMISSION OF ADDITIONAL
MEMBERS**

Additional persons may be admitted to the Company as members and membership interests may be created and issued to these persons upon the approval of holders of a majority interest of the remaining members entitled to vote.

**ARTICLE V
DISSOLUTION AND RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved upon the first to occur of the following:

- (a) The expiration of the term of the Company;
- (b) The unanimous written consent of all the Company's members;

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TALLAHASSEE, FLORIDA

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(c) Upon the death, retirement, resignation, expulsion, dissolution or bankruptcy of a member, or any other event which terminates the membership of a member in the Company, the existence and business of the Company shall be continued by the remaining members without the necessity for the consent or vote of the members.

ARTICLE VI MANAGEMENT

The Company will be managed by one or more managers and is, therefore a manager-managed company. The names and addresses of the Company's managers are as follows:

NAME

ADDRESS

Christopher J. MacNair

c/o Bayshore Land Group, Inc.
255 Alhambra Circle, Suite 325
Coral Gables, Florida 33134

Jay Fertig

c/o Bayshore Land Group, Inc.
255 Alhambra Circle, Suite 325
Coral Gables, Florida 33134

Steven D. Gant

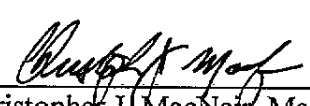
c/o Gant Realty, Inc.
2751-B Tamiami Trail
Port Charlotte, Florida 33952

ARTICLE VII PURPOSE

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the Act.

IN WITNESS WHEREOF, THE FOLLOWING MANAGER HAS EXECUTED THESE ARTICLES OF ORGANIZATION ON THIS 7th DAY OF October, 2002.

Florida Realty Sales, LLC

By: 

Christopher J. MacNair, Manager

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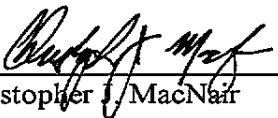
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**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: Florida Realty Sales, LLC
2. The name and address of the registered agent and office is:

Christopher J. MacNair
c/o Bayshore Land Group, Inc.
255 Alhambra Circle, Suite 325
Coral Gables, Florida 33134

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.



Christopher J. MacNair

10/7/02

(Date)

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TALLAHASSEE, FLORIDA