

W05000026343

Florida Department of State  
Division of Corporations  
Public Access System

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.**

(((H05000064089 3)))

**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)205-0383

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

RECEIVED  
05 MAR 15 PM 12:10  
DIVISION OF CORPORATIONS

TALLAHASSEE, FLORIDA  
05 MAR 15 PM 1:04

**LIMITED LIABILITY COMPANY**

**santa barbara garden villas, llc**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$155.00

H050000064089

6

**ARTICLES OF ORGANIZATION OF  
SANTA BARBARA GARDEN VILLAS, LLC.**

The undersigned initial Member, does hereby execute these Articles of Organization of SANTA BARBARA GARDEN VILLAS, LLC, for the purpose of forming a Limited Liability Company, under and pursuant to the provisions of the Florida Limited Liability Company Act, as contained in Chapter 608 of the Florida Statutes (the "Act").

**ARTICLES I- NAME**

The name of this limited liability company (the "Company") is: SANTA BARBARA GARDEN VILLAS, LLC.

**ARTICLE II- DURATION**

The Company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State, and shall continue for a minimum period of thirty (30) years therefrom, unless otherwise terminated prior thereto by with law or in accordance with these Articles.

**ARTICLE III- PURPOSE OF ORGANIZATION**

The company is organized for the purpose of receiving, buying, acquiring, owning, developing, improving, renting, selling, leasing in/or in any other manner dealing with real and personal property located within the State of Florida, and for engaging in any and all other lawful activities and businesses limited liability companies are permitted to engage in under the laws of the United States and of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized under and existing by virtue of the laws of the State of Florida.

TALLAHASSEE, FLORIDA  
05 MAR 15 PM 1:04

H050000064089

**ARTICLE IV- PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company is:

1401 PONCE DE LEON BLVD., SUITE 401

CORAL GABLES, FL 33134

**ARTICLE V- INITIAL REGISTERED AGENT**

The name and address of the initial Registered Agent of the Company is:

ALFREDO SOCORRO

1401 PONCE DE LEON BLVD., SUITE 401

CORAL GABLES, FL 33134

**ARTICLE VI- ADMISSION OF NEW MEMBERS**

Pursuant to Section 608.4232 of the act, the company may admit additional, Members upon the affirmative vote of or by the written consent of a majority of the existing Members of the Company. Any person admitted to membership of the Company as provided this Article shall become a Member upon payment of the capital contribution as established by the Members and upon such person's agreement to comply with these Articles of Organization, the Regulations and such other documents, statutes, rules, and regulations and guidelines as the existing Members may have from time to time determined.

**ARTICLE VII- INTERESTS OF MEMBERS**

An assignee of a Member's interest in the Company shall become a Member of the Company upon the affirmative vote of, or the written consent of, a majority of all the Members (excluding the Member seeking to transfer his interest in the Company), provided the assignee otherwise complies with the Regulations of the Company and agrees to abide by the Articles of Organization, the Regulations and such other documents, statutes, rules, regulations and guidelines as the existing

TALLAHASSEE, FLORIDA  
05 MAR 15 PM 1:04

Members may have from time to time determined.

**ARTICLE VIII- CONTINUATION OF BUSINESS UPON TERMINATION OF  
MEMBERSHIP**

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 Company, the remaining Members shall be entitled to continue the business of the Company provided that not less than a majority in number and capital interests then remaining shall have agreed to do so in writing or by a meeting of Members duly called for such purpose.

**ARTICLE IX- MANAGEMENT OF THE COMPANY**

A. Management of the Company shall be by a manager, who shall be elected annually by the Members of the Company in the manner set forth in the Company's Regulations and who shall have the duties and authority accorded the Manager in the Company's Regulations. The number of Managers may from time to time be increased or decreased, or the management of the company may be entirely vested in the Members in proportion to their capital interest if done pursuant to the procedure stated in the Regulations of the Company.

B. Initial Members- In order to facilitate the operation of the Company, the following named person is designated as the manager of the company until the first annual meeting of Members or until his successor is elected and qualified:

ARMANDO J. BUCELO, JR.; ALFREDO SOCORRO

05 MAR 15 PM 1:04  
STATE OF FLORIDA

**ARTICLE X- RETURN OF CAPITAL**

No Member shall have the right to demand the return of his or its contribution to capital except as provided in the Regulations.

**ARTICLE XI- AMENDMENT TO THE ARTICLES OF ORGANIZATION**

Members may adopt, alter, amend or repeal any provision of the Articles of Organization by the affirmative vote of a majority of all the Members of the Company at a duly called meeting of the Members or by the written consent of a majority of the Members.

**ARTICLE XII- AMENDMENT OF REGULATIONS**

The Members of the Company may adopt, alter, amend or repeal any provision of the Regulations of the Company by the affirmative vote of a majority of all the Members at a duly called meeting of the Members or by the written consent of a majority of the Members.

IN WITNESS WHEREOF, I have executed the Articles of Organization as an initial Member of this limited liability company this 17 day of March, 2005.

SANTA BARBARA GARDEN VILLAS, LLC.

  
ALFREDO SOCORRO, MANAGING MEMBER

PREPARED BY:  
ARMANDO J. BUCELO, JR.  
1401 PONCE DE LEON BLVD., SUITE 401  
CORAL GABLES, FL 33134

FLORIDA BAR NO. 280755

05 MAR 15 PM 1:04  
TALLAHASSEE, FLORIDA

HUS000004084

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been designated as Registered Agent to accept service of process for, SANTA BARBARA GARDEN VILLAS, LLC, a Limited Liability Company, at the place set forth in the Articles of Organization, I hereby agree to act in that capacity, and I, ALFREDO SOCORRO, further state that I am familiar with and accept the obligations imposed upon me as such Registered Agent.



ALFREDO SOCORRO, MANAGING MEMBER

Date: March 17, 2005

05 MAR 15 PM 1:04  
TALLAHASSEE, FLORIDA

6804900004089