

L05000040781

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

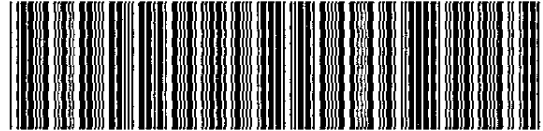
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:



Office Use Only



200051871562

04/26/05--01045--024 **155.00

FILED
05 APR 26 PM 4:33 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
APR 26 2005 4:12:16 PM
STATE OF FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
05 APR 26 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

451 East 23rd Street, LLC

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by:

Name

WL 4/26 11:00

Date

Time

Walk-In _____

Will Pick Up _____

**ARTICLES OF ORGANIZATION
OF
451 EAST 23RD STREET, L.L.C.**

ARTICLE I

NAME

The name of the limited liability company shall be:

451 EAST 23RD STREET, L.L.C.

ARTICLE II

EXISTENCE AND DURATION

The existence of the limited liability company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III

PURPOSE

This limited liability company may engage in any activity or business permitted under the laws of the United States and of the State of Florida, and shall have all powers necessary or convenient to affect any or all of the purposes for which the company is organized.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The initial mailing and street address for the principal office of this limited liability company is: 9980 S.W. 66th Street, Miami, FL 33173.

FILED
05 APR 26 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED AGENT

The initial registered agent and street address of the initial registered agent of the limited liability company shall be:

ROSSZ FIU CORPORATION	Spencer Fox, Vice President 201 South Biscayne Boulevard Suite 850 Miami, Florida 33131
------------------------------	--

ARTICLE VI

MANAGEMENT

The limited liability company is to be managed by a manager, and the name and address of such manager who is to serve as manager is:

Deydre Gonzalez	9980 S.W. 66th Street, Miami, FL 33173
------------------------	--

ARTICLE VII

**RESTRICTIONS ON MEMBERSHIP AND RIGHT TO CONTINUE
AFTER WITHDRAWAL OF MEMBER**

Member(s) 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. Upon 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 upon unanimous consent of such remaining members.

ARTICLE VIII

CONTRACTING DEBTS

The Manager shall be authorized to incur any liability on behalf of the limited liability company.

ARTICLE IX

INDEMNIFICATION

This company shall indemnify its Manager to the full extent permitted by the laws of the State of Florida.

In accordance with Section 608.408(3) F.S., the undersigned member by execution of this affidavit affirms under the penalties of perjury that the facts stated herein are true.

Executed by the undersigned member at Miami, Florida this 29 day of ^{April} March, 2005.

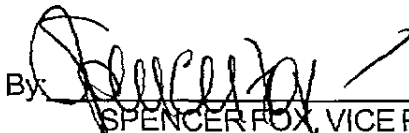
BY: 
DEYRDRE GONZALEZ

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT/REGISTERED OFFICE

Having been named as registered agent of **451 EAST 23RD STREET, L.L.C.** to accept service of process for such limited liability company at the place designated in this certificate, the undersigned accepts such appointment and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Dated this 29 day of ^{April} March, 2005.

ROSSZ FIU CORPORATION,
a Florida corporation

By: 
SPENCER FOX, VICE PRESIDENT