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EXAMINER

[Redacted Signature]

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TALLAHASSEE FLORIDA

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Charles O. Morgan, Jr.; P.A.

Attorneys at Law

1300 NORTHWEST 167TH STREET
SUITE 3
MIAMI, FLORIDA 33169

CHARLES O. MORGAN, JR.
LAURA M. HORTON
TERESA A. PEREZ

TELEPHONE (305) 624-0011
FAX (305) 624-0423
cmorgan@cmorganlaw.net

August 4, 2009

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: CORAL WAY PLAZA, LLC

To Whom It May Concern:

Enclosed please find two (2) originals of the Articles of Organization for the above-named company.

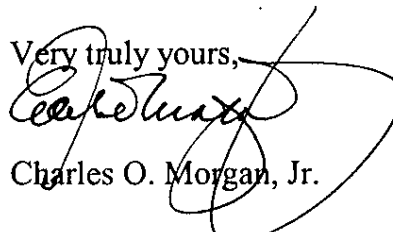
Please endorse your approval of these Articles of Organization on one copy, certify same and return to my office.

Our check in the amount of \$155.00 is enclosed to cover the following costs:

Filing Fee	\$ 100.00
Registered Agent Designation	25.00
Certified Copy	<u>30.00</u>
	<u>\$ 155.00</u>

Thank you for your cooperation in this matter.

Very truly yours,



Charles O. Morgan, Jr.

COM: nc
Enclosures: as stated



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 10, 2009

CHARLES O. MORGAN JR. PA
1300 NORTHWEST 167TH STREET
STE. 3
MIAMI, FL 33169

SUBJECT: CORAL WAY PLAZA, LLC
Ref. Number: W09000036163

We have received your document for CORAL WAY PLAZA, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 245-6967.

Leslie Sellers
Regulatory Specialist II

Letter Number: 009A00027274

ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY
CORAL WAY PLAZA, LLC

The undersigned certifies that this company is formed for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME

The name of the limited liability company shall be **CORAL WAY PLAZA, LLC**

ARTICLE II
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The mailing address and street address of the principal office of the limited liability company is c/o Charles O. Morgan, Jr., Personal Representative, Everett V. Sugarbaker Estate, 1300 NW 167th Street, Suite 3, Miami, Florida 33169.

The name and address of the initial registered agent is CHARLES O. MORGAN, JR., 1300 Northwest 167th Street, Suite 3, Miami, Florida, 33169.

ARTICLE III
PURPOSES AND POWERS

3.1 In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

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TALLAHASSEE FLORIDA

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

3.2 The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

3.3 Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE IV **EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the managing member of this limited liability company.

ARTICLE V
MANAGING MEMBER

The name and address of the Managing Member is as follows:

EVERETT V. SUGARBAKER ESTATE, Managing Member
c/o Charles O. Morgan, Jr., Personal Representative
1300 NW 167th Street
Suite 3
Miami, Florida 33169

The undersigned, being the Managing Member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of **CORAL WAY PLAZA, LLC**.

Executed by the undersigned at Miami, Florida on this 4th day of August, 2009.

EVERETT V. SUGARBAKER ESTATE
MANAGING MEMBER

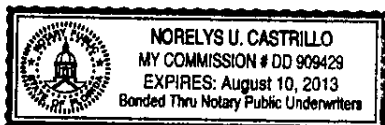
BY: _____

CHARLES O MORGAN, JR., PR

STATE OF FLORIDA)
 ss:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared CHARLES O. MORGAN, JR., Personal Representative, EVERETT V. SUGARBAKER ESTATE, to me well known to be the person described herein as the subscriber and managing member, who executed the foregoing Articles of Organization of **CORAL WAY PLAZA, LLC** and acknowledged before me that he subscribed to these Articles of Organization of his own free will.

WITNESS my hand and official seal this 4th day of August, 2009.



Norelys U. Castillo
Print Name: Norelys U. Castillo
Notary Public, State of Florida
My Commission Expires: 8/10/13

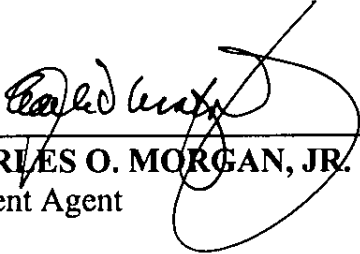
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT WHOM PROCESS MAY BE SERVED UPON**

That CORAL WAY PLAZA, LLC, a Florida limited liability company, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization has named CHARLES O. MORGAN, JR., located at 1300 Northwest 167th Street, Suite 3, Miami, Florida 33169 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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, pursuant to Chapter 608, of the Florida Statutes.

By:



CHARLES O. MORGAN, JR.
Resident Agent

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