

Division of Corporations

Page 1

L10000129690

Florida Department of State
Division of Corporations
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.

(((H10000272858 3)))



H100002728583ABC0

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) 617-6383

From: Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : I19980000090
Phone : (407) 839-4200
Fax Number : (407) 839-4264

File 10
2010 DEC 20 AM 6:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

RECEIVED
10 DEC 20 AM 6:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.
West Brickell Trace GP, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

T. CLINE
DEC 21 2010
EXAMINER



390 NORTH ORANGE AVENUE
SUITE 1400
ORLANDO, FLORIDA 32801
P.O. BOX 4961 (32802-4961)
TELEPHONE: 407.839.4200
FACSIMILE: 407.425.8377
www.broadandcassel.com

TELECOPIER TRANSMITTAL

DATE: Monday, December 20, 2010 4:12:02 PM
TO: Division of Corporations
ADDRESS:
TELECOPIER PHONE NO.: 1-850-617-6383
CONFIRMATION PHONE NO.:
FROM: Mandy Davis
TOTAL NUMBER OF PAGES: 10 (including cover)
CLIENT AND MATTER: 09999-9999

MESSAGE:

FILED
20 DEC 20 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE NOTIFY US IMMEDIATELY IF ALL PAGES WERE NOT RECEIVED AT 407.839.4200

FAX OPERATOR: _____ FIRST ATTEMPT: _____ SECOND ATTEMPT: _____

THE INFORMATION CONTAINED IN THIS TRANSMISSION IS ATTORNEY-CLIENT PRIVILEGED AND CONFIDENTIAL. IT IS INTENDED FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

ARTICLES OF ORGANIZATION**OF****WEST BRICKELL TRACE GP, LLC**

The undersigned, acting as the organizer of **WEST BRICKELL TRACE GP, LLC** under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is **WEST BRICKELL TRACE GP, LLC** (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is The Brandywine Centre 1, 580 Village Blvd., Suite 360, West Palm Beach, Florida 33409.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The Company is to be managed by its Member, unless and until one or more managers are appointed in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers shall be elected as described in the Operating Agreement.

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all the then existing Members of the Company.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

2010 DEC 20 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be The Richman Group of Florida, Inc., a Florida corporation, and the street address of the Company's initial registered office is The Brandywine Centre 1, 580 Village Blvd., Suite 360, West Palm Beach, Florida 33409.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a Manager or Member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Manager or Member of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

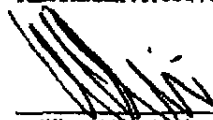
ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining Members shall continue the business of the Company, which shall not be dissolved, upon 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.

2010 DEC 20 AM 9:45
FILED
STATE
OF FLORIDA

IN WITNESS WHEREOF, the undersigned Member representative has executed these
Articles of Organization as of this 20 day of December, 2010.

REPRESENTATIVE:



William T. Pabst

2010 DEC 20 AM 09:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**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 **WEST BRICKELL TRACE GP, LLC**
2. The name and address of the registered agent and office is:

**The Richman Group of Florida, Inc., a Florida corporation
The Brandywine Centre 1
580 Village Blvd., Suite 360
West Palm Beach, Florida 33409
Orlando, Florida 32801**

Having been designated as the Registered Agent for **WEST BRICKELL TRACE GP, LLC**, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability company, and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in Chapter 608, Florida Statutes.

**The Richman Group of Florida, Inc.,
a Florida corporation**

By: _____

**William T. Fabbri
Executive Vice President**

Dated this 20th day of December, 2010.

2010 DEC 20 AM 8 45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED