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**L 95000000497**

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\* Not Admitted in Florida

June 21, 1995

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

900001524079  
-05/27/95--01041--002  
\*\*\*\*337.50 \*\*\*\*337.50

Re: Downtown Industrial Properties, L.C.

Ladies and Gentlemen:

Enclosed please find Articles of Organization for filing on behalf of the above-referenced Limited Liability Company. Also enclosed is check #4996 in the amount of \$337.50 to cover the applicable filing fees. Please process this at your earliest convenience. In addition, please evidence receipt of this filing by date stamping the attached copy of this letter and returning same to the undersigned in the enclosed self-addressed, stamped envelope provided for your convenience.

Thank you in advance for your prompt attention to this matter. Should you have any questions, please feel free to contact the undersigned.

Sincerely yours,

**BROAD AND CASSEL**

*Allison A. Licht*  
Allison A. Licht  
Corporate Paralegal

Enclosure

cc: Alan S. Lederman, P.A.

FILED  
SS JUN 26 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

**DOWNTOWN INDUSTRIAL PROPERTIES, L.C.**

**ARTICLE II - Mailing Address and Registered Agent:**

- A) The mailing address and street address of the principal office of the Limited Liability Company is:

Suite 1100, One Biscayne Plaza  
100 South Biscayne Boulevard  
Miami, FL 33131

- B) The name and address of the Registered Agent of the company is:

Mr. Tibor Hollo  
Suite 1100, One Biscayne Plaza  
100 South Biscayne Boulevard  
Miami, FL 33131

**ARTICLE III - Limited Duration:**

The period of duration for the Limited Liability Company shall be 50 years.

**ARTICLE IV - No New Members:**

The members shall not have the right to admit additional members by assignment or otherwise.

**ARTICLE V - No Continuation:**

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The members shall not have the right to continue the business on 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 limited liability company.

**ARTICLE VI - Management by Members:**

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Mr. Tibor Hollo  
Suite 1100, One Biscayne Plaza  
100 South Biscayne Boulevard  
Miami, FL 33131

Mr. Wayne Hollo  
Suite 1100, One Biscayne Plaza  
100 South Biscayne Boulevard  
Miami, FL 33131

All non-liquidating and liquidating distributions shall be made, all capital contributions have been made, and all profits and losses shall be allocated, in the ratio of 79% to Mr. Tibor Hollo and 21% to Mr. Wayne Hollo.

IN WITNESS WHEREOF, I have hereunto affixed my hand, as a member of this Limited Liability Company on this 15th day of June 1995



Tibor Hollo, Member

**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Organization and state that I am familiar with and accept the obligations of Florida Limited Liability Company Act.

  
\_\_\_\_\_  
Tibor Hollo, Registered Agent

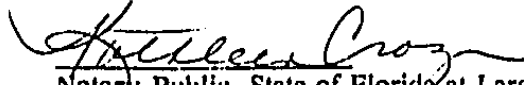
## AFFIDAVIT OF MEMBERS' CONTRIBUTIONS

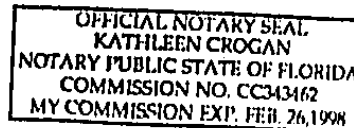
The undersigned member of DOWNTOWN INDUSTRIAL PROPERTIES, L.C. deposes and says:

- 1) the above named Limited Liability Company has at least two members;
- 2) the property contributed by the members is valued at \$20,000, and no cash has been contributed by the members;
- 3) the total value of property or cash to be contributed by the members in the future is \$0.
- 4) the total amount of cash or property anticipated to be contributed by the members is \$120,000. This total includes amounts from 2 and 3 above.

  
Tibor Hollo, Member

Sworn to and Subscribed before me this 1<sup>st</sup> day of June 1995 by Tibor Hollo, who is personally known to me.

  
Notary Public, State of Florida at Large  
KATHLEEN CROGAN



Seal

FILED  
95 JUN 26 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FILE NOW: Fee after May 1, will be \$263.75**

**APPROVED  
AND  
FILED**

96 APR 18 PM 10:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State  
DIVISION OF CORPORATIONS

**FILING FEE**  
\$ 238.75  
Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee  
**Make Check Payable To: FLORIDA DEPARTMENT OF STATE**

1. Name and Mailing Address  
of Limited Liability Company  
**DOCUMENT #L95000000497**

DOWNTOWN INDUSTRIAL PROPERTIES, L.C.  
100 S BISCAYNE BLVD  
SUITE 1100  
MIAMI FL 33131

1a. Principal Place of Business Address  
100 S BISCAYNE BLVD  
SUITE 1100  
MIAMI FL 33131

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		06/26/1995	FL
City & State		City & State		4. FCI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip		Zip		65-0599959	
Country		Country		5. Date of Last Report	6. Certificate of Status Desired
					<input type="checkbox"/> 90 % Additional Fee Required

7. Name and Address of Current Registered Agent

HOLLO, TIBOR  
100 S BISCAYNE BLVD  
SUITE 1100  
MIAMI FL 33131

8. Name and Address of New Registered Agent

Name  
Street Address (P.O. Box Number is Not Acceptable)  
Suite, Apt. #, etc.  
City  
Zip Code  
**FL**

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE

(Registered Agent Accepting Appointment) (If 11. Registered Agent signature required when reappointing)

DATE

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	HOLLO, TIBOR	100 S BISCAYNE BLVD SUITE	MIAMI FL
MGRM	HOLLO, WAYNE	100 S BISCAYNE BLVD SUITE	MIAMI FL

700001791407  
-04/23/96--01165--007  
\*\*\*\*238.75 \*\*\*\*238.75

*[Signature]*  
4/18/96

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: *[Signature]*

4/26/96