

L97000001341



ACCOUNT NO. : 072100000032

REFERENCE : 616359 5015263

AUTHORIZATION *Patricia Pruitt*
COST LIMIT : \$ 337.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 DEC -11 PM 2:42

ORDER DATE : December 1, 1997

ORDER TIME : 9:48 AM

CM

ORDER NO. : 616359-005

CUSTOMER NO: 5015263

CUSTOMER: Louis R. Montello, Esq
MONTELLO & KENNEY, P.A.

Suite 1200
701 Brickell Avenue
Miami, FL 33131

RECEIVED
97 DEC -11 AM 10:51
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: SFA LEASEHOLD L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

700002359157---4

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

OF

SFA LEASEHOLD L.C.

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TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the limited liability company is SFA Leasehold L.C. (hereinafter called the "Company").

ARTICLE II

Duration

The existence of the Company shall continue until 12:01 a.m. of the day that is the thirtieth anniversary of the date of filing of these Articles of Organization, unless sooner dissolved according to law.

ARTICLE III

Principal Office

The mailing address and the street address of the principal office of the Company is 240 S.W. 34th Street, Fort Lauderdale, Florida 33315.

ARTICLE IV

Management

The Company is to be managed by the members and the name and address of the managing member is:

SFA Enterprises
240 S.W. 34th Street
Fort Lauderdale, Florida 33315

ARTICLE V

Initial Registered Office and Registered Agent

The street address of the Company's initial registered office in the State of Florida is 777 Brickell Avenue, Suite 1070, City of Miami, County of Dade, and the name of its initial registered agent at such office is Louis R. Montello.

ARTICLE VI

Restrictions on Membership and
Right to Continue After Withdrawal of a Member

Members shall have the right to admit new members by the consent of the members owning a majority of the interests in the Company. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with the consent of the members owning a majority of the interests in the Company. 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 Company, the remaining members shall have the right to continue the business upon consent of the members owning a majority of the interests in the Company.

ARTICLE VII

Indemnification

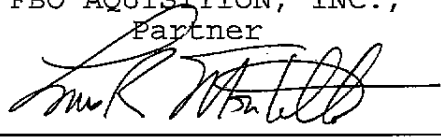
The Company shall indemnify and shall advance expenses on behalf of its members to the fullest extent not prohibited by any law in existence either now or hereafter.

The undersigned, being one of the original members of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of SFA Leasehold L.C.

Executed by the undersigned at Miami, Florida, this 26th day of November, 1997.

SFA ENTERPRISES,
a Florida general partnership

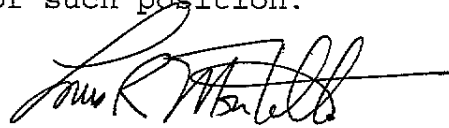
By: FBO AQUISITION, INC.,
Partner

By: 
Louis R. Montello,
President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named the Registered Agent of SFA Leasehold L.C., hereby accepts such designation and is familiar with, and accepts, the obligations of such position.



Louis R. Montello,
Registered Agent

November 26, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
FOR
SFA LEASEHOLD L.C.**

The undersigned member, SFA Enterprises, a Florida general partnership, of SFA LEASEHOLD L.C. (the "Company"), deposes and says:

1. The Company has at least two members.
2. The total amount of cash to be contributed by the Company's members is \$100.00.
3. No property other than cash has been contributed by the Company's members.
4. The execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

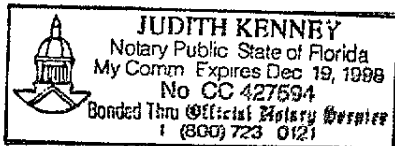
SFA ENTERPRISES,
a Florida general partnership

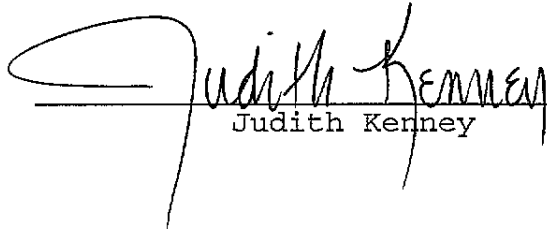
By: FBO AQUISITION, INC.,
Partner

By: 
Louis R. Montello,
President

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 26th day of November, 1997, by Louis R. Montello, as President for FBO Acquisition, Inc., a Florida corporation and partner of SFA Enterprises, a Florida general partnership. He is personally known to me.




Judith Kenney