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To:

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

furman corodimas property management, L.L.c.

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ARTICLES OF ORGANIZATION
for
FURMAN CORODIMAS PROPERTY MANAGEMENT, L.L.C.
a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. The name of this company shall be:

FURMAN CORODIMAS PROPERTY MANAGEMENT, L.L.C.

and the address of its initial principal office is:

6513 N.W. 43rd Court
Coral Springs, FL 33067

and the mailing address is the same.

2. The company shall exist as of September 10, 2001 and shall continue its existence until dissolved in a manner provided by law, these Articles or Regulations adopted by the members.

3. The name and street address of the initial registered agent and office for this company is as follows:

JEFFREY FEINBERG, ESQ.
FEINBERG & MAIDENBAUM
4000 Hollywood Boulevard, Suite 350-N
Hollywood, Florida 33021

4. Additional members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such a new member, in the manner set forth in the Regulations of this Company.

5. Notwithstanding any other provision herein, so long as that certain loan (the 'Loan') from Column Financial, Inc. a Delaware Corporation ('Original Lender') to Sandpiper Beach, Inc., a Florida Corporation ('Original Borrower') made pursuant to that certain promissory note dated April 5th, 1999 (the 'Note') and secured by that certain Mortgage and Security Agreement dated April 5th, 1999 ('Mortgage') that grants a lien on that certain property located at 200-240 Croton Avenue, Lantana, Florida and more particularly described in the Mortgage (the 'Property') which loan was subsequently assumed by Poulos Village, L.L.C., a Florida Limited Liability Company and subsequently assigned from Original Lender to Wells Fargo Bank Minnesota, N.A. (f.k.a. Northwest Bank Minnesota, National Association), as Trustee under that certain Pooling and Servicing Agreement dated as of June 1st, 1999 for Certificateholders of DLJ Commercial Mortgage Corp. Commercial Mortgage Pass-Through Certificate, Series 1999-CG2 ('Lender') and which loan is being assumed by this Company, or any portions thereof remains outstanding, the Company shall not dissolve. This limited liability company shall be dissolved upon the occurrence of any of the

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following events:

(a) By the unanimous written agreement of all members.

(b) Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, unless the business of the limited liability company is continued by the consent of all remaining members or under a right to continue stated in the articles of organization of the limited liability company.

6. The business of the Company shall be managed by its Members, but the company has the right to hire a manager or managers to assist in the operation of the company.

7. So long as the Loan, or any portion thereof, remains outstanding, the Company shall not adopt, alter, amend or repeal these Articles of Organization or the regulations of the Company without the prior written consent of the Lender. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.

8. Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by all the Members, unless otherwise provided in the Regulations or further action of the Members.

9. A member shall not receive out of the Company property any return of his or her contribution until:

(a) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,

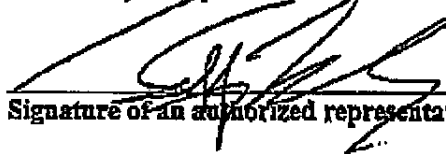
(b) the consent of all Members is had, unless the return of the contribution to capital may be rightfully demanded,

(c) these Articles are canceled or so amended as to set out the withdrawal reduction,

A Member shall be entitled to the return of his or her contribution in the manner provided for in the Regulations of the Company.

10. The sole purpose of the Company is to own and manage the Property. The Company shall have all powers authorized by law, as well as any additional lawful powers to effectuate and complete its business transactions, provided, however that those powers are exercised exclusively in connection with the ownership and management of that certain property known as Sandpiper Apartments located at 200-240 Croton Avenue, Lantana, Florida in Palm Beach County.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 10th day of September, 2001



Signature of an authorized representative of a member executing the Articles of Organization.

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(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jeffrey Feinberg

Typed or printed name of signee

Prepared By:
Jeffrey Feinberg, Esquire
FAN# 275700
4000 Hollywood Blvd., Suite 350-N
Hollywood, FL 33021
(954) 962-8889

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Registered Agent/Registered Office**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

FURMAN CORODIMAS PROPERTY MANAGEMENT, L.L.C.

2. The name and the Florida street address of the registered agent and registered office are:

**Jeffrey Feinberg
4000 Hollywood Boulevard, Suite 350-N
Hollywood, FL 33021**

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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.


(Signature)

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