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From:  
Account Name : COBB & EBIN P.A.  
Account Number : 110670000060  
Phone : (305) 377-0223  
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LIMITED LIABILITY COMPANY

345 NE 36TH STREET, LLC

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
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| Page Count            | 03       |
| Estimated Charge      | \$160.00 |

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**ARTICLES OF ORGANIZATION OF  
345 NE 36TH STREET, LLC**

The undersigned, being authorized to execute and file these Articles, hereby forms a limited liability company under the laws of the State of Florida to be known as 345 NE 36TH STREET, LLC (the "Company").

**ARTICLE I — Name**

The name of the Company is 345 NE 36TH STREET, LLC

**ARTICLE II — Address**

The mailing address and street address of the initial principal office of the Company is c/o Dennis Richard, Esq., Richard and Richard, P.A., 825 Brickell Bay Drive, Tower III, Suite 1748, Miami, FL 33131, or at another place which the managing member selects.

**ARTICLE III — Duration**

The term of existence of the Company shall commence upon the filing of these Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved as set forth in Article V below.

**ARTICLE IV — Management**

The Company shall be a member-managed company.

The name and address of the sole managing member is set forth below:

Dennis Richard, Esq.  
Richard and Richard, P.A.  
825 Brickell Bay Drive  
Tower III, Suite 1748  
Miami, FL 33131

The managing member shall have full, exclusive and complete discretion, power and authority, subject in all cases to these Articles of Organization, any operating agreement, and the requirements of applicable law, to manage, control, administer, and operate the business and affairs of the Company and to make all decisions affecting such business and affairs. No person other than the managing member shall have any right or authority to act for or bind the Company except as expressly permitted in these Articles of Organization, or as required by law. Except as set forth above in this paragraph, pursuant to Section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

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**ARTICLE V - Dissolution of Company**

The Company may be dissolved only in accordance with the Florida Limited Liability Company Act (the "Act") and any Regulations of the Company as may be adopted from time to time by the members of the Company.

**ARTICLE VI - Admission of Additional Members**

Additional Members may be admitted to the Company only with the unanimous written consent of all members. Any such additional members shall be subject to and required to comply with the Act, these Articles of Organization, any Regulations adopted by the Members of the Company from time to time, and such other agreements, rules, or guidelines or documents as the members may from time to time determine in their sole discretion.

**ARTICLE VII - Members' Rights to Continue Business**

In the event of the death, retirement, resignation, expulsion, bankruptcy, dissolution or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company, if any, shall have the right to continue the business of the Company.

**ARTICLE IX - Registered Agent and Registered Agent Address**

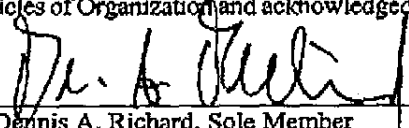
The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Dennis Richard, Esq.  
Richard and Richard, P.A.  
825 Brickell Bay Drive  
Tower III, Suite 1748  
Miami, FL 33131

**ARTICLE X - Amendment to Articles of Organization**

Members may adopt, alter, amend or repeal any provision of these Articles of Organization upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members as such other matter in accordance with the Act and any Regulations of the Company adopted by members from time to time.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this \_\_\_ day of November, 2004

  
Dennis A. Richard, Sole Member  
as Managing Member

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

The foregoing instrument was sworn to and subscribed before me this 20 day of November, 2004, by Dennis A. Richard as Managing Member. He is personally known to me, or has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

(Print, Type or Stamp Commissioned Name of Notary Public)

Commission No.: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_



(SEAL)

Having been named as registered agent for service of process for 345 NE 36TH STREET, LLC, a 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 as provided for in Chapter 608, F.S.

DATED this 20 <sup>November</sup> day of November, 2004.

  
\_\_\_\_\_  
Dennis A. Richard.

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