

L06000047219

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

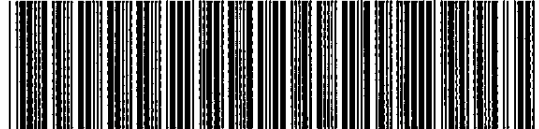
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2006 MAY -5 AM 10:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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06 MAY -5 PM 1:21

DEPT. OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 086809 4336650

AUTHORIZATION

COST LIMIT : \$ ~~155.00~~

ORDER DATE : May 5, 2006

ORDER TIME : 10:25 AM

ORDER NO. : 086809-030

CUSTOMER NO: 4336650

DOMESTIC FILING

NAME: 142 GIRALDA LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
2006 MAY -5 AM 10:47  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**CERTIFICATE OF CONVERSION**

**OF**

**142 Giralda Corp.**

(a Florida corporation)

**FILED**  
2006 MAY -5 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


12/29/98  
P980000107694

It is hereby certified that:

1. The name of the corporation (the "corporation") filing this certificate of conversion is **142 Giralda Corp.**
2. The date of filing of the original certificate of incorporation of the corporation with the Secretary of State of the State of Florida is the 29th day of December 1998.
3. The plan of conversion for **142 Giralda Corp.** was approved by the corporation and its sole shareholder in accordance with Chapter 607 of the Florida Statutes.
4. The name of the limited liability company into which the corporation shall be converted is **142 Giralda LLC**, having attached its Articles of Organization as filed with the Secretary of State of the State of Florida and having its principal office located at 1001 Brickell Bay Dr. 9<sup>th</sup> Floor, Miami, FL 33131
5. The effective date of the conversion is the date of the filing of this certificate of conversion with the Secretary of State of the State of Florida.
6. The conversion herein certified has been approved in accordance with the provisions of Chapters 607 and 608 of the Florida Statutes.

Dated: the 4<sup>th</sup> day of MAY 2006

**142 Giralda Corp.**

By:   
Name: Amin Saiden  
Title: President

**ARTICLES OF ORGANIZATION**

**OF**

**142 Giralda LLC**

**a Florida limited liability company**

1. The name of this limited liability company is 142 Giralda LLC (the "Company").
2. The principal place of business and the mailing address of the Company is:

1001 Brickell Bay Dr. 9<sup>th</sup> Floor  
Miami, FL 33131

3. The name and address of the registered agent of the Company is:

Miguel Farra  
1001 Brickell Bay Dr. 9<sup>th</sup> Floor  
Miami, FL 33131

4. The Company is to be managed by one or more managers.

IN WITNESS WHEREOF, the undersigned authorized representative of 142 Giralda LLC has executed these Articles of Organization this 4th day May 2006.

  
An Authorized Representative

### ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for 142 Giralda LLC at the place designated in these Articles of Organization, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto. The undersigned is familiar with the obligations of a Registered Agent under the Florida Limited Liability Company Act.

Dated this 4th day of MAY 2006

  
Miguel Farra, Registered Agent

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