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# Florida Department of State
## Division of Corporations
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From:
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# FLORIDA/FOREIGN LIMITED LIABILITY CO.

**jer land, llc**

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**ARTICLES OF ORGANIZATION FOR**

**JER LAND, LLC**
**A FLORIDA LIMITED LIABILITY COMPANY**

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ARTICLE I - **NAME**

The name of the Limited Liability Company is:

JER LAND, LLC

ARTICLE II - **ADDRESS:**

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

**C/O: 1390 Brickell Avenue, Suite 200**
**Miami, Florida 33131**

ARTICLE III - **DURATION:**

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

ARTICLE IV - **MANAGEMENT:**

The Limited Liability Company is to be managed by a manager, or managers until the first annual meeting of the members or until their names are elected and qualify and the name(s) and Address(es) of such manager(s) who is/are:

| | |
|---|---|
| **JERONIMO HIRSCHFELD** | **C/O: 1390 Brickell Avenue, Suite 200 Miami, Florida 33131** |
| **JULIO HIRSCHFELD** | **C/O: 1390 Brickell Avenue, Suite 200 Miami, Florida 33131** |

This Instrument Prepared By: Alvaro Castillo B., Esq.
1390 Brickell Avenue, Suite 200
Miami, Florida 33131
(305) 371-5540
Florida Bar No. 611761

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ARTICLE V – **ADMISSION OF ADDITIONAL MEMBERS:**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be by (i) unanimous resolution and consent of the remaining members under the same terms and conditions as set forth from time to time by the remaining members and by (ii) filing a supplemental affidavit of capital contributions with Department of State, State of Florida setting forth the actual contributions of all members.

ARTICLE VI – **MEMBERS RIGHTS TO CONTINUE BUSINESS:**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a membership of a member in the limited liability company shall be as set forth in a unanimous resolution and consent of the remaining members and in the event there are less than two members or in the event the remaining members do not reach a unanimous resolution with the determination of a membership of a member within 15 days from said termination, the limited liability company shall be dissolved.

The UNDERSIGNED Member or Authorized Representative, for the purpose of forming a Limited Liability Company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

By: _____
JERONIMO HIRSCHFELD, Managing Member

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**CERTIFICATE OF DESIGNATION OF REGISTER AGENT/REGISTER OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTER AGENT, THE STATE OF FLORIDA.

1. The name of the limited liability company is:

**JER LAND, LLC**

2. The name and address of the registered agent and office is:

**ALVARO CASTILLO B., P.A.**
**1390 Brickell Avenue**
**Suite 200**
**Miami, Florida 33131**

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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 AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTER AGENT.

Castillo B 6-12-06

SIGNATURE DATE

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