

Division of Corporations

Page of 1

K09000104495

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000231071 3)))



H090002310713ABCX

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : HARPER MEYER #5
Account Number : I20060000102
Phone : (305) 577-3443
Fax Number : (305) 577-9921

FLORIDA/FOREIGN LIMITED LIABILITY CO

Edifice Consultants, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

FILED
2009 OCT 29 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

09 OCT 29 AM 6:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

M. THOMAS

OCT 30 2009

EXAMINER

10/29/2009

H09000231071 3

**ARTICLES OF ORGANIZATION
OF
EDIFICE CONSULTANTS, LLC**

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is EDIFICE CONSULTANTS, LLC (the "Company").

ARTICLE II

THE PRINCIPAL BUSINESS AND MAILING ADDRESS

The principal business and mailing address of the Company is:

c/o 201 S. Biscayne Blvd.
Suite 800
Miami, Florida 33131

ARTICLE III

REGISTERED AGENT AND REGISTERED OFFICE

The Company designates 201 S. Biscayne Blvd., Suite 800, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Law Offices of the Americas, LLC as the Company's initial registered agent at such address to accept service of process within this state.

ARTICLE IV

DURATION AND TERMINATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with Florida law and also in accordance with the Operating Agreement of the Company, if applicable.

H09000231071 3

FILED
2009 OCT 29 AM 9:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

H09000231071 3

ARTICLE V

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified. All Managers, other than the initial Manager, shall be appointed or elected solely as provided in the Operating Agreement of the Company, if applicable.

ARTICLE VI

INITIAL MANAGER

The name and address of the initial Manager of the Company is:

James R. McLean
201 S. Biscayne Blvd.
Suite 800
Miami, Florida 33131

ARTICLE VII

PURPOSE

The purpose for which the Company is being formed is to engage in any business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII

ADDITIONAL MEMBERS

Additional Members may be admitted upon (1) the unanimous written consent of the then existing Members or (2) in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE IX

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member(s) of the Company in the manner set forth in the Operating Agreement of the Company, if applicable.


FILED
2009 OCT 29 AM 9:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

H09000231071 3

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for EDIFICE CONSULTANTS, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 29th day of October, 2009.

LAW CENTER OF THE AMERICAS, LLC

By: 
Name: Steven H. Hagen
Title: Vice President

54161

FILED
2009 OCT 29 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H09000231071 3

ARTICLE X

AMENDMENT

The power to adopt, alter, amend, or repeal the Articles of Organization of the Company shall be only upon the unanimous written consent of all the existing Member(s) of the Company or as otherwise provided in and in accordance with the procedures set forth in the Operating Agreement of the Company, if applicable.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 29th day of October, 2009.



Name: Steven H. Hagen

Title: Duly Authorized Representative of a Member

FILED
2009 OCT 29 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA