

Division of Corporations

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Florida Department of State

Division of Corporations

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Division of Corporations

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Account Number : 076077000521

Phone : (954) 761-2910

Fax Number : (954) 764-4996

THIS NEW ENTITY IS OWNED BY THE SAME OWNERS OF SOUTH BAY DEVELOPERS, L.C. AND SOUTH BAY DEVELOPERS II, L.C.

LIMITED LIABILITY COMPANY

South Bay Developers III, L.C.

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Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION
OF
SOUTH BAY DEVELOPERS III, L.C.
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME. The name of the Limited Liability Company is SOUTH BAY DEVELOPERS III, L.C. (the "Company").

2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 104 Crandon Boulevard, Suite 417, Key Biscayne, Florida 33149.

3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Certification of Designation of Registered Agent/Registered Office accompanies these Articles of Organization, is: Orlando Cabrera, 701 Brickell Avenue, Suite 1900, Miami, Florida 33131.

4. MANAGEMENT: The business of the limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company.

The undersigned has executed these Articles of Organization on the 12th day of January, 2000.

By: _____

Orlando Cabrera, an authorized
Signatory of the members

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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the limited liability company is: SOUTH BAY DEVELOPERS III, L.C.
2. The name and address of the registered agent and office is:

Orlando Cabrera
701 Brickell Avenue, Suite 1900
Miami, Florida 33131

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 its 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.

Name: _____

Orlando Cabrera

Date: _____

1-12-2000

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