

Charter Number Only

L00000002392

Requestor's Name: Lucio mandler
Address: 701 Brickell Ave #2000
Miami, FL 33131

INFORMATION ONLY

400003151274--8
-02/23/00--01023--021
*****78.75 *****78.75
400003151274--8
-03/02/00--01049--004
*****76.25 *****76.25

CORPORATION(S) NAME

Layfaro Development, LLC



Empire Toll Free: 1-800-432-3028

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 MAR -2 AM 11:22

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other Limited liability company
- Reinstatement
- Reservation
- Change of Registered Agent
- Certified Copy
- Photo Copies
- Certificate Under Seal
- Call When Ready
- Call If Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

RECEIVED
00 FEB 29 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	OK 3:2
Availability	OK
Document	OK
Examiner	OK
Updater	OK
Verifier	OK
Acknowledgment	OK
W.P. Verifier	OK

W-5418



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 29, 2000

EMPIRE

SUBJECT: LAUTARO DEVELOPMENT, L.L.C.
Ref. Number: W00000005418

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00 MAR -2 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for LAUTARO DEVELOPMENT, L.L.C. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 700A000109

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
LAUTARO DEVELOPMENT, L.L.C.

00 MAR -2 AM 11:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of this limited liability company is LAUTARO DEVELOPMENT, L.L.C. (the "Company").

2. Duration and Commencement of Existence. The Company shall exist from the date of filing these Articles with the Florida Department of State until dissolved by the Members or until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining Members.

3. Purpose. This limited liability company is organized for the purpose of transacting any and all lawful business authorized to limited liability companies under applicable law.

4. Mailing Address and Street Address. The mailing address and the street address of the principal office of the Company is:

4850 S.W. 72nd Avenue
Miami, Florida 33155

5. Registered Agent and Office. The name of the initial registered agent of the Company is Patricio Cervantès. The street address of the initial registered agent of the Company is:

4850 S.W. 72nd Avenue
Miami, Florida 33155

6. Capital. The capital of this limited liability company is \$5,000, which shall be paid entirely in cash. Additional capital contributions are not required, but may be made by the Members in accordance with the terms of that certain Operating Agreement executed by the Members: (i) ROYAL EARL INVESTMENTS, L.L.C.; (ii) BRISTOL OF KENDALL, INC.; (iii) EXPLORER DEVELOPMENT L.L.C.; (iv) ROYAL REAL ESTATE INVESTORS, L.L.C. (v) IRVING BOLOTIN & JOAN BOLOTIN, as tenants by the entities; and (vi) MITCHELL IGELKO, individually.

7. Additional Members. Additional Members may be admitted to the Company, but only if all of the current Members agree to the admission of the additional Members and to the terms of admission.

8. Termination of Membership. If a Member of the Company dies, retires, resigns, is expelled or dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by unanimous written agreement, continue the business of the Company.

9. Members. The sole Members of the Company, unless said Members consent to the entry of other Members, shall be:

BRISTOL OF KENDALL, INC.
ROYAL EARL INVESTMENTS
EXPLORER DEVELOPMENT L.L.C.
ROYAL REAL ESTATE INVESTORS, L.L.C.
IRVING BOLOTIN AND JOAN M. BOLOTIN, as tenants by the entireties
MITCHELL IGELKO

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TALLAHASSEE, FLORIDA

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10. Management of the Company. The Company shall be managed by each of the following managers, and the names and addresses of the initial managers are as follows:

<u>Name</u>	<u>Address</u>
Patricio Cervantes	4850 S.W. 72 Avenue Miami, Florida 33155

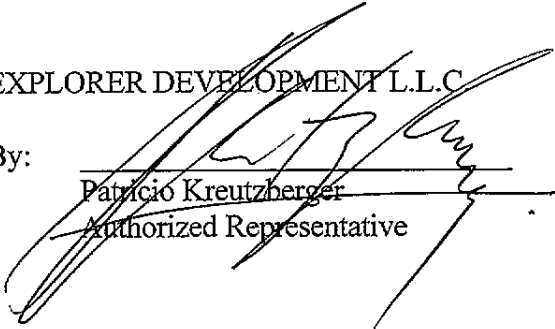
11. Restrictions on Transfer. No Member may sell, assign, transfer, pledge, hypothecate, encumber or otherwise dispose of any interest in this Limited Liability Company without the prior express written consent of all of the other Members, except as may otherwise be agreed in the Limited Liability Operating Agreement, as may be amended from time to time.

12. Regulations. The Members shall have the power to adopt, alter, amend, or repeal regulations of the company containing provisions for the regulation and management of the affairs of the Company.

The undersigned Members have executed these Articles of Organization effective as of the 23 day of February, 2000.

EXPLORER DEVELOPMENT L.L.C

By:


Patricio Kreutzberger
Authorized Representative

ROYAL EARL INVESTMENTS, L.L.C.

By: P. Cervant
Patricio Cervantes
Authorized Representative

BRISTOL OF KENDALL, INC.

By: P. Cervant
Patricio Cervantes
Authorized Representative

ROYAL REAL ESTATE INVESTORS

By: Paul Hicks
Paul Hicks
Authorized Representative

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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IRVING BOLOTIN AND JOAN BOLOTIN,
as tenants by the entireties

By: Irving Bolotin
Irving Bolotin
Authorized Representative

MITCHELL IGELKO

By: Mitchell Igelko

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for LAUTARO DEVELOPMENT L.L.C. at the place designated in its Articles of Organization, 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.

Dated this 23 day of February, 2000



Patricio Cervantes
4850 S.W. 72 Avenue
Miami, Florida 33155

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ROYAL EARL INVESTMENTS, L.L.C.

By: P. Cervantes
Patricio Cervantes
Authorized Representative
Date: Feb. 24th - 2000

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and acknowledged before me this 24th day of February, 2000, by Patricio Cervantes on behalf of Royal Earl Investments, L.L.C., a person well known to me or who produced as identification the following document:

William M. Lapsley
State of Florida
My Commission expires:



William M. Lapsley
Commission # CC 785831
Expires DEC. 12, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR -2 AM 11:22

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EXPLORER DEVELOPMENT L.L.C.

By: Patricio Kreutzberger
Patricio Kreutzberger
Authorized Representative
Date: 2-24-00

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and acknowledged before me this 24th day of February, 2000 by Patricio Kreutzberger on behalf of Explorer Development L.L.C., a person well known to me or who produced as identification the following document:

William M. Lapsley
State of Florida
My Commission expires:



William M. Lapsley
Commission # CC 785831
Expires DEC. 12, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

ROYAL REAL ESTATE INVESTORS, L.L.C.

By: Paul Hicks
Paul Hicks
Authorized Representative
Date: 2-24-2000

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and acknowledged before me this 24th day of February, 2000 by Paul Hicks on behalf of Royal Real Estate Investors L.L.C., a person well known to me or who produced as identification the following document:

William M. Lapsley
State of Florida
My Commission expires:



William M. Lapsley
Commission # CC 785831
Expires DEC. 12, 2002
BONDED THROUGH
ATLANTIC BONDING CO., INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR - 2 AM 11:23

FILED

IRVING BOLOTIN AND JOAN M. BOLOTIN, as tenants by the entireties

By: Irving Bolotin
Irving Bolotin
Authorized Representative
Date: Feb. 24, 2000

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and acknowledged before me this 24th day of February, 2000 by Irving Bolotin on behalf of IRVING BOLOTIN AND JOAN M. BOLOTIN, as tenants by the entireties, a person well known to me or who produced as identification the following document:

William M. Lapsley
State of Florida
My Commission expires:



William M. Lapsley
Commission # CC 785831
Expires DEC. 12, 2002
BONDED THROUGH
ATLANTIC BONDING CO., INC.

MITCHELL IGELKO

By: *Mitchell Igelko*

Date: Feb. 24 - 2000

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and acknowledged before me
this 24th day of February, 2000 by Mitchell Igelko, a person well known to me or who
produced as identification the following document:

William M. Lapsley
State of Florida
My Commission expires:



William M. Lapsley
Commission # CC 785831
Expires DEC. 12, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
00 MAR -2 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA