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ACCOUNT NO. : 072100000032

REFERENCE : 879966 4385680

AUTHORIZATION : *Patricia Pizzi*

COST LIMIT : \$ 155.00

ORDER DATE : October 27, 2000

ORDER TIME : 7:59 AM

ORDER NO. : 879966-005

CUSTOMER NO: 4385680

CUSTOMER: Beatrice Pucci, Secretary  
Meland & Russin

300003443273--9

Suite 2420  
200 S. Biscayne Blvd.  
Miami, FL 33131

DOMESTIC FILING

NAME: LINCOLN MALL ASSOCIATES, L.C.

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133  
EXAMINER'S INITIALS:

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
00 OCT 30 AM 9:54  
NO. FILED  
TO ADVISOR  
SUFFICIENCY OF FILING

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*VB*  
*10-30*

**ARTICLES OF ORGANIZATION**  
**OF**  
**LINCOLN MALL ASSOCIATES, L.C.**

**ARTICLE I - Name**

The name of the corporation is LINCOLN MALL ASSOCIATES, L.C. (the "Company").

**ARTICLE II - Duration**

The period of duration for the Company shall be 50 years.

**ARTICLE III - Address**

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

c/o Meland & Russin, P.A. 530959  
2420 First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131

**ARTICLE IV - Initial Registered Office and Agent**

The name of the initial registered agent of the Corporation and the street address of the registered office of this Corporation is:

Meland & Russin, P.A. 530959  
2420 First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131

**ARTICLE V - Management**

The Company is to be managed by the members.

**ARTICLE VI - Purpose**

This Company is organized for the purposes of transacting any and all lawful business authorized to Limited Liability Companies organized in Florida.

**ARTICLE VII - Admission of Additional Members**

The members of the Company shall have the right to admit additional members, with the unanimous consent of, and subject to the terms and conditions of, all the remaining members.

**ARTICLE VIII - Members Rights to Continue Business**

The members of the Company shall not have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any

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other event which terminates the continued membership of a member in the Limited Liability Company unless the business of the Company is continued by the consent of all of the remaining members.

**IN WITNESS WHEREOF**, I have hereunto affixed my hand, as a member of this Limited Liability Company on this 27<sup>th</sup> day of October, 2000

LINCOLN MALL ASSOCIATES, L.C.

By: 

Mark S. Meland, as attorney for Members

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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: LINCOLN MALL ASSOCIATES, L.C.
- 2) The name and address of the registered agent and office is:

Meland & Russin, P.A.  
2420 First Union Financial Center  
200 South Biscayne Boulevard  
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 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.

Meland & Russin, P.A.

10/27/00  
Date

  
Mark S. Meland, Esq.

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