

LEGAL SERVICES OF GREATER MIAMI, INC.
3000 Biscayne Boulevard, Suite 500 • Miami, FL 33137 • (305) 573-5800 Fax • (305) 573-5787 DD
(305) 576-0080 Ext. 344

LYNN C. WASHINGTON
President

LIBBY HERRERA-NAVARRETE
1st Vice President

STARLETE WILLIAMS
2nd Vice President

ANGEL A. CORTINAS
Treasurer

CHRISTOPHER C. MEYER
Secretary

ELIZABETH M. SCHWABEDISSEN
Immediate Past President

MARCIA K. CYPEN
Executive Director

November 1, 2000



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****125.00 ****125.00

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization
MBCDC: Property Management, LLC.

Dear Sir/Madam:

L-13886

Enclosed are the Articles of Organization for the above referenced entity and a check for \$125.00 (filing fee). Please file the same and return a copy to me.

Thank you for your assistance. If you have any questions or need additional information, please do not hesitate to contact me.

Yours truly,

Juan M. Burges
Staff Attorney

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
MBCDC: PROPERTY MANAGEMENT, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Liability Company Act, Florida Statutes (1995) Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
NAME

The name of the Limited Liability Company is MBCDC: PROPERTY MANAGEMENT, LLC (the "Company").

ARTICLE II
PURPOSE

The Company is formed for the purpose of transacting any and all lawful business for which Limited Liability Companies may be formed under the Florida Statutes.

ARTICLE III
ADDRESS

The mailing address and street address of the principal office of the Company is c/o Miami Beach Community Development Corporation, Inc. 1205 Drexel Avenue, Miami Beach, Florida 33139.

ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Roberto Datorre	c/o Miami Beach Community Development Corporation, Inc. 1205 Drexel Avenue Miami Beach, Florida 33139

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CLERK OF DISTRICT COURT
STATE OF FLORIDA
MIAMI BEACH

ARTICLE V
MEMBERS

(a) The initial sole member of the Company is Miami Beach Community Development Corporation, Inc.

(b) A member of the Company shall not cease to be a member of the Company upon the occurrence of an event specified in Florida Statutes Section 608.4237.

ARTICLE VI
MANAGEMENT COMMITTEE

The Company shall be a manager-managed company. The Management Committee shall be appointed as provided in the Operating Agreement of the Company as in effect from time to time.

ARTICLE VII
TERM

The Company shall have perpetual existence.

ARTICLE VIII
DISSOLUTION

Upon dissolution of the Company, the Member shall, after paying or making provision for the payment of all of the liabilities of the Company, dispose of all of the assets of the Company by contribution exclusively to Miami Beach Community Development Corporation, Inc. or one or more organizations which themselves are an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereof) or to the federal, state or local government for exclusive public purpose.

ARTICLE IX
NO PERSONAL LIABILITY

The managers, officers and agents of the Company shall not be held personally liable or responsible for any contracts, debts or defaults of the Company while acting for or on behalf of the Company in any official and authorized capacity. The Company shall indemnify all of its managers, officers, and agents and all of its former managers, officers and agents, to the fullest extent permitted by law.


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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE X
AMENDMENTS

The Articles of Organization of this limited liability company may only be amended by the majority vote of the members. No member shall be obliged to contribute additional capital to the Company unless such obligation is approved and required by a majority vote of the members.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 31 day of October 2000.

MIAMI BEACH COMMUNITY
DEVELOPMENT CORPORATION,
INC.
a Florida not-for-profit corporation

By: 
Name: Roberto Datorre
Title: President

**ACCEPTANCE OF
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for MBCDC: PROPERTY MANAGEMENT, LLC 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 any duties, and I am familiar with and accept the obligations of my position as registered agent.



Roberto Datorre, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA