

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**L010000002219**

Venetian Bay Estates  
L.L.C., A Florida Limited  
Liability Company

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\*\*\*\*155.00 \*\*\*\*155.00

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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DIVISION OF STATE  
CORPORATION

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DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: BO

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2/12/01 10:35

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**ARTICLES OF ORGANIZATION OF**  
**VENETIAN BAY ESTATES I, L. L.C., A FLORIDA LIMITED LIABILITY**  
**COMPANY**

The undersigned, acting as the Organizer(s) of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as amended, ("Act") form a Florida Limited Liability Company ("Company") pursuant to the Act and set forth the following Articles of Organization ("Articles").

**ARTICLE I: NAME.**

The name of this Company will be VENETIAN BAY ESTATES I, L. L.C., a Florida Limited Liability Company.

**ARTICLE II: COMMENCEMENT DATE AND DURATION.**

This Company will commence on February 12, 2001, in accordance with the provisions of Section 608.409(1) of the Act and will continue for a period of thirty (30) years from the commencement date, or until dissolved by its members in accordance with Section 608.441 of the Act, or the provisions of these Articles. Subject to the foregoing, this Company will be dissolved on the happening of any of the following events:

- A. Expiration of the term specified above;
  - B. Withdrawal, retirement, death, resignation, bankruptcy, dissolution, or expulsion of any member unless the business of this Company is continued by the consent of all of the remaining members;
- or
- C. Unanimous written consent of all the members.

**ARTICLE III. PURPOSES**

This Company is created and formed for the purpose of engaging in all lawful businesses authorized for a Company pursuant to Section 608.403 of the Act, including, but not limited to, the acquisition, disposition, purchase, lease, encumbrance, financing, improving, developing, managing and otherwise dealing with real property.

SECRETARY OF STATE  
OF FLORIDA  
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**ARTICLE IV. PLACE OF BUSINESS**

The principal place of business and the mailing address and street address of this Company will be 1110 Brickell Avenue, Suite 504, Miami, Florida 33131, and such other place or places as may be designated by the members from time to time.

**ARTICLE V. REGISTERED AGENT AND REGISTERED OFFICE**

The initial registered agent for this Company will be Larry O. Schatzman, Esq. and the address of the registered agent for service of process will be 1110 Brickell Avenue, Suite 504, Miami, Florida 33131

**ARTICLE VI. ADMISSION OF MEMBERS**

The initial members of this Company will set be forth in the Regulations adopted by the members. The admission of additional members will be accomplished only by a vote of a majority in interest of the members.

**ARTICLE VII. CONTINUATION OF BUSINESS**

The members may, by unanimous written consent, continue the business of this Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company.

**ARTICLE VIII. MANAGEMENT OF BUSINESS**

The management of this Company will be vested entirely in The RoyalBay Group, Inc. which

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

entity is not a member .

### ARTICLE IX. INITIAL MEMBERS

The names and addresses of the initial members are:

ROBERT F. THORNE  
1110 Brickell Avenue, Suite 504  
Miami, FL. 33131

FRANK J. AMEDIA  
1110 Brickell Avenue, Suite 504  
Miami, FL. 33131

### ARTICLE X. POWERS

This Company will have all of the powers and authority set forth in Section 608.404 of the Act.

### ARTICLE XI. PROPERTY

A. Ownership: All property originally paid or brought into or transferred to this Company as contributions to capital by the members or subsequently acquired by purchase or otherwise on account of this Company will be property of this Company.

B. Title: Title to all property to the Company will be held in the name of the Company.

C. Conveyances: The member(s) are authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of this Company of any and all agreements, mortgages, deeds, trust agreements, indentures, leases, conveyance documents, and all other certificates, instruments and documents as are necessary, reasonable or desirable to obtain title or convey title to any real or personal property. Such execution will be made by members holding a majority in interest of the Company. The signature and execution of such documents will clearly set forth at the execution on behalf of the Company and that the member is signing on its behalf. The following form of signature will be used for obtaining or conveying title to any real or personal property:

BAY ESTATES AT PINETREE DRIVE, L.L.C.

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STATE OF FLORIDA  
COUNTY OF MIAMI  
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AND  
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By \_\_\_\_\_, Member

No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents where title to real or personal property has been conveyed by the Company.

#### ARTICLE XII. AMENDMENTS

This Articles of Organization, except with respect to vested rights of the members, may be amended at any time by a vote of a majority in interest of the members and such amendments will be signed, executed and filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

#### ARTICLE XIII. REGULATIONS

The members are authorized and directed to prepare and adopt Regulations for the governing of the internal affairs of this Company and containing such provisions as they consider necessary except that no provisions of the Regulations may conflict with the provisions of these Articles unless these Articles otherwise permit. The power to adopt, alter, amend, or repeal the Regulations will be described in the Regulations, except that the initial form will be approved by all the members.

#### ARTICLE XIV. CONTRACTING DEBTS

No debt will be contracted nor liability incurred by or on behalf of the Company except by a vote of the majority in interest of the members.

Intending to be bound by the terms hereof, each of the undersigned members has executed these Articles of Organization this 9 day of February, 2001..

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AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

