

Division of Corporations

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Florida Department of State
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LIMITED LIABILITY COMPANY

MASHTA PROPERTIES, L.C.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
MASHTA PROPERTIES, L.C.**

The undersigned, natural person competent to contract, hereby subscribes to these Articles of Organization in order to form a limited liability company under the laws of the State of Florida for the purposes hereinafter stated.

ARTICLE I - NAME:

The name of this Limited Liability Company is: **MASHTA PROPERTIES, L.C.**

ARTICLE II - DURATION:

This Limited Liability Company shall dissolve no later than December 31, 2050.

ARTICLE III - ADDRESS:

The mailing address and the street address of the principal office of this Limited Liability Company is: **250 Cape Florida Drive, Key Biscayne, Florida 33149.**

ARTICLE IV - PURPOSE:

The general nature of the business and activities to be transacted and carried on by this company is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE V - MEMBERS; MANAGEMENT:

The management of this Limited Liability Company is to be by its members in accordance with their capital contributions. The names and addresses of the initial managing members are:

<u>Name</u>	<u>Address</u>
Mashta Properties, Ltd. a BVI Corporation By: Xavier Rosales	P.O. Box 491588 Key Biscayne, FL 33149

ARTICLE VI - REGISTERED AGENT AND REGISTERED OFFICE:

The initial Registered Agent and the street address of the initial Registered Office of this Organization in the State of Florida shall be:

<u>Name</u>	<u>Address</u>
John M. Thomson, Esq.	370 Minorca Ave., Suite One Coral Gables, FL 33134

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ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS:

Additional members may only be admitted by the written consent of a majority of its members and the unanimous written consent of the remaining managers.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS:

The remaining members of the limited liability company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability only be written consent of a majority of the remaining members and the unanimous written consent of the remaining managers.

ARTICLE VIII - AMENDMENT:

These Articles of Organization may be amended in any manner now or hereafter provided for by law and all rights conferred upon members hereunder are granted subject to this reservation.

ARTICLE IX - ORGANIZER:

The name and address of the organizer of this organization is:

John M. Thomson, Esq.
370 Minorca Ave., #One
Coral Gables, FL 33134

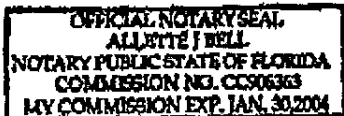
IN WITNESS WHEREOF, the undersigned organizer has executed these articles on the 13th day of February, 2001 and affirms under the penalty of perjury the truth of the matters set forth herein.


JOHN M. THOMSON

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 13th day of February, 2001, by JOHN M. THOMSON:


(Signature of Notary Public - State of Florida)



Allette J. Bell
(Print, Type, or Stamp Comm. Name of Notary)
Personally Known OR Produced Identification _____
Type of Identification Produced _____

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.407, 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: **MASITA PROPERTIES., INC.**
2. The name and address of the registered agent and office is:

John M. Thomson, Esq.
(Name)

370 Minorca Avenue, #One
(P.O. Box not acceptable)

Coral Gables, FL 33134
(City/State/Zip)

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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.

John M. Thomson
(Signature)

February 14, 2001
(date)

No 1000017573