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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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LIMITED LIABILITY COMPANY

VILLA BAY L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

**ARTICLES OF ORGANIZATION
OF
VILLA BAY L.L.C.**

Villa Bay, a Florida corporation, through the means of these Articles of Organization, organize a Limited Liability Company under the following articles:

ARTICLE I

The name of the limited liability company shall be:

VILLA BAY L.L.C.

ARTICLE II

This limited liability company will have a perpetual duration.

ARTICLE III

The mailing address and the street address of the principal office of this limited liability company is:

**VILLA BAY L.L.C.
2016 BAY DRIVE
MIAMI BEACH, FLORIDA 33141**

ARTICLE IV

The members of this limited liability company are:

**JOHN SCHWAB
2016 BAY DRIVE
MIAMI BEACH, FLORIDA 33141**

ARTICLE V

The members' vote in this limited liability company shall be weighed equally.

ARTICLE VI

This limited liability company shall be managed by a manager to wit:

**JOHN SCHWAB
2016 BAY DRIVE
MIAMI BEACH, FLORIDA 33141**

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ARTICLE VII

This limited liability company shall have all the powers granted to limited liability companies by Section 608.404 of the Florida Statutes, as presently enacted and any other powers that may be given by Florida Statutes, in addition to the foregoing, from time to time.

ARTICLE VIII

The interest of the members in this limited liability company may be evidenced by certificate or certificates of limited liabilities company's interest issued by the company and signed by the manager of the company.

ARTICLE IX

Any remaining member or members of this limited liability company have the right to continue the business of the company in case of bankruptcy, expulsion, dissolution, resignation, retirement, and if the member is an individual, death, or of any other event which terminates the continued membership of a member in this limited liability company. The remaining member or a simple majority of the remaining members should be sufficient to exercise this right.

ARTICLE X

This limited liability company may indemnify its members, managing members, if any, managers, officers, employees and agents to the full extent permitted by Section 608.4363 of the Florida Statutes, as presently enacted, or such powers may be enhanced from time to time. All matters not set forth in this article of organization shall be controlled by the regulations adopted pursuant to the powers granted to limited liability companies by Chapter 608 of the Florida Statutes as presently enacted.

ARTICLE XI

The undersigned member or authorized representative of a member of Villa Bay L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is

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- 3) if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereto).

\$ _____

- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is

\$ _____



Signature of a member or of an
authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JOHN SCHWAB

Typed or printed name of signee

VILLA BAY L.L.C.

By: 

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TALLAHASSEE, FLORIDA


**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 SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is VILLA BAY, L.L.C.
2. The name and the Florida street address of the registered agent are:

JOHN SCHWAB
VILLA BAY L.L.C.
2016 BAY DRIVE
MIAMI BEACH, FLORIDA 33141

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.



Signature

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TALLAHASSEE, FLORIDA

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