

**CAPITAL CONNECTION, INC.**

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

**LO10000006937**

Piken Varus Investment Properties LLC

**600004133766--2**  
-05/03/01--01074--021  
\*\*\*\*\*155.00 \*\*\*\*\*155.00

RECEIVED  
01 MAY -3 AM 10:45  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: SK

Name

5/2/01  
Date

9:52  
Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

\_\_\_\_ 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 \_\_\_\_\_

01 MAY -3 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**5-3-01**

ARTICLES OF ORGANIZATION  
OF  
Piken Yarus Investment Properties, LLC

THE UNDERSIGNED CERTIFY THAT the undersigned have associated together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit and further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

1. NAME AND PRINCIPAL PLACE OF BUSINESS

- 1.1. The name of the limited liability company shall be **Piken Yarus Investment Properties, LLC**, and its principal office and mailing address shall be located at 999 Brickel Avenue, Suite 800, Miami, Florida 33131, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

2. COMMENCEMENT DATE AND DURATION

- 2.1. The date when existence shall commence of this limited liability company shall be the date when these Articles have been executed if such date is within five business days prior to the date of filing, or the date filed with the Secretary of State of Florida if filed more than five business days after the date of such execution.
- 2.2. This limited liability company shall exist until May 1, 2050 or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

3. PURPOSES AND POWERS

- 3.1. In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:
- 3.2. To engage in any activity or business authorized under the Florida Statutes.
- 3.3. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
- 3.4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

APPROVED  
AND  
FILED  
01 MAY -3 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

rights and property so acquired.

- 3.5. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- 3.6. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
- 3.7. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
- 3.8. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.
- 3.9. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

APPROVED  
AND  
FILED  
01 MAY -3 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
2

#### 4. EXERCISE OF POWERS

4.1. All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### 5. MEMBERSHIP RESTRICTIONS

5.1. Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

5.2. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

5.3. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### 6. CAPITAL CONTRIBUTIONS

6.1. Capital contributions in the amount of \$100 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions may be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

#### 7. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

7.1. The address of the initial registered office of the limited liability company is Suite 1101, One Southeast Third Avenue, Miami, Florida 33131-1704, and the name of the company's initial registered agent at that address is Friedlander & Associates, P.A.

The undersigned, being one of the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of **Piken Yarus Investment Properties, LLC**.

Executed by the undersigned at Miami, Florida on May 2, 2001

Gary J. Yarus, Member

By 

Bruce D. Friedlander

Authorized Agent and Representative.

APPROVED  
AND  
FILED  
01 MAY -3 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:  
The name of the limited liability company is **Piken Yarus Investment Properties, LLC**.

The name of the registered agent of Piken Yarus Investment Properties, LLC is Friedlander & Associates, PA and the street address of the company's registered office where the agent is located is One SE Third Avenue, Suite 1101, Miami, Florida, 33131.

This statement is to acknowledge that, as indicated above, Piken Yarus Investment Properties, LLC has appointed Friedlander & Associates, PA, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Friedlander & Associates, PA

By

  
Bruce D. Friedlander, President

APPROVED  
AND  
FILED  
01 MAY -3 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA