



# L01000012807

ACCOUNT NO. : 072100000032

REFERENCE : 347479 7107883

AUTHORIZATION :

*Patricia Pajant*

COST LIMIT : \$ 155.00

ORDER DATE : August 1, 2001

ORDER TIME : 4:08 PM

ORDER NO. : 347479-005

CUSTOMER NO: 7107883

CUSTOMER: W. Scott Callahan, Esq  
Stump Storey & Callahan, P.a.

37 North Orange Ave.  
Suite 200  
Orlando, FL 32801

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DIVISION OF CORPORATIONS

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NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

DOMESTIC FILING

SUBJECT: KAYLA ASSOCIATES, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

*JB*  
*8-2-01*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

**ARTICLES OF ORGANIZATION OF KAYLA ASSOCIATES, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I — Name:**

The name of the Limited Liability Company is: KAYLA ASSOCIATES, LLC

**ARTICLE II — Address:**

The mailing address and street address of the principal office of the Limited Liability Company is: c/o Rosen Development Group, LLC, 550 Mamaroneck Avenue, Harrison, New York, 10528.

**ARTICLE III — Duration:**

The period of duration for the Limited Liability Company shall be until December 31, 2050, unless terminated before that.

**ARTICLE IV — Management:**

- ☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- XX** The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Michael E. Rosen  
c/o Rosen Development Group, LLC  
550 Mamaroneck Avenue  
Harrison, New York 10528

**ARTICLE V — Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be determined by the Managing Member.

**ARTICLE VI — Members' Rights to Continue Business**

The remaining members of the limited liability company shall have the right to 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 company.

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TALLAHASSEE, FLORIDA

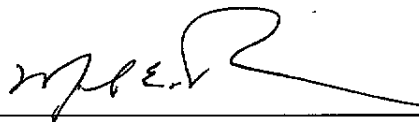
APPROVED  
AND  
FILED

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 30<sup>th</sup> day of July, 2001.



Michael E. Rosen, as Managing 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.)



Michael E. Rosen

[h:\1480\010065\kayla\articles.4]

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AND  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED LIABILITY COMPANY**

**OF**

**KAYLA ASSOCIATES, LLC**

This Certificate of Limited Liability Company of Kayla Associates, LLC (the "Limited Liability Company") is being executed by the undersigned for the purpose of forming a Limited Liability Company pursuant to the Florida Limited Liability Company Act.

1. The name of the Limited Liability Company is Kayla Associates, LLC.
2. The address of the registered office of the Limited Liability Company in Florida is c/o Stump, Storey & Callahan, P.A., 37 North Orange Avenue, Suite 200, Orlando, Florida, 32801. The Limited Liability Company's registered agent at that address is W. Scott Callahan, Esquire.
3. The name and address of the sole managing member is:

NAME

ADDRESS

Michael E. Rosen

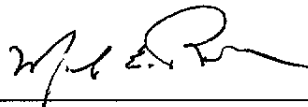
c/o Rosen Development Group, LLC  
550 Mamaroneck Avenue  
Harrison, New York 10528

4. The principal and mailing address of the Limited Liability Company is:

c/o Rosen Development Group, LLC  
550 Mamaroneck Avenue  
Harrison, New York 10528

5. The Limited Liability Company shall automatically dissolve on December 31, 2050 unless it is dissolved earlier than that.

IN WITNESS WHEREOF, the undersigned, constituting all of the managing members of the Limited Liability Company, have caused this Certificate of Limited Liability Company, which shall become effective on JULY 31, 2001, to be due executed as of the 30<sup>th</sup> day of July, 2001.



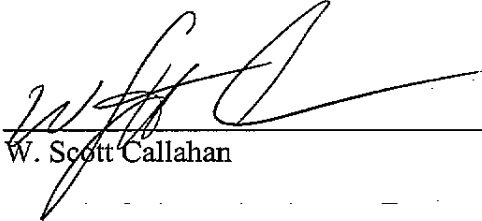
Michael E. Rosen, Managing Member

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TALLAHASSEE, FLORIDA

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AND  
FILED

## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Kayla Associates, LLC, at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
\_\_\_\_\_  
W. Scott Callahan

Date: 7/31/01

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AND  
FILED  
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