

# Florida Department of State

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From:

Account Name : STEEL HECTOR & DAVIS

Account Number: 071541002004 Phone: (305)577-4726 Fax Number: (305)577-7001

# LIMITED LIABILITY COMPANY

MIA PERISHABLES CENTER, LLC

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## ARTICLES OF ORGANIZATION

#### OF

## MIA PERISHABLES CENTER, LLC

These Articles of Organization of MIA Perishables Center, LLC (the "Company"), have been duly executed and are being filed by the undersigned member to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

#### ARTICLE I NAME

The name of the limited liability company formed hereby is MIA Perishables Center, LLC.

#### ARTICLE II ADDRESS

The street address of the principal office of the Company is MIAD, 2121/704, Miami, FL, 33126. The mailing address is P.O. Box 520868, Miami, FL, 33152.

#### ARTICLE III REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent and registered office of the Company is Peninsula Registered Agents, Inc., 200 South Biscayne Boulevard, 43rd Floor, Miami, Florida 33131.

#### ARTICLE IV MANAGEMENT

The Company is to be managed by its managers as set forth in its Operating Agreement and is therefore a manager-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on the 14th day of August, 2001.

(in accordance with section 608.408(3). Florida Statutes, the execution of this document constitutes an affirmation under the penalties of penjury that the facts stated begin

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO \_ DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is MIA PERISHABLES CENTER, LLC.
- The name and Florida street address of the registered agent and office are:

Peninsula Registered Agents, Inc. 200 South Biscayne Boulevard, 43<sup>RD</sup> Floor Miami, Florida 33131

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 as provided in Chapter 608, F.S.

Peninsula Registered Agents, Inc.

Debra Palmisano,

Vice President

Date: August 14, 2001