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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-08/17/01--01035--005
****155.00 ****155.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. 19TH TERRACE APARTMENTS, LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00

☒ Certified Copy

☐ Mail ☐ Will wait

☐ Photocopy

☐ Certificate of Status

RECEIVED
DEPARTMENT OF STATE
CORPORATIONS
DIVISION
AUG 17 AM 11:41
NO DELIVERED TO AGENCY OF FILING

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

01 AUG 17 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION
OF
19TH TERRACE APARTMENTS, LLC
A Florida limited liability company**

Pursuant to the provisions of Section 608.411, Florida Statutes, this Florida profit limited liability company adopts the following Articles of Organization:

ARTICLE I.

The name of the limited liability company is **19th Terrace Apartments, LLC.**

ARTICLE II.

The period of existence of the limited liability company shall be perpetual, commencing on the date the original Articles were filed.

ARTICLE III.

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

Street Address

168 SE 1st Street
Suite 803
Miami, Florida 33131

Mailing Address

PO Box 110223
Miami, Florida 33111

ARTICLE IV.

The name and address of the registered agent is:

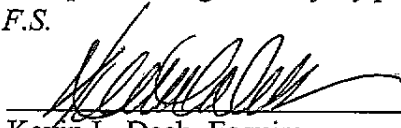
Registered Agent

Kevin L. Deeb, Esquire

Address of Registered Office

2350 Coral Way
Suite 401
Miami, Florida 33145-3536

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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Kevin L. Deeb, Esquire
Registered Agent's Signature

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TALLAHASSEE, FLORIDA

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ARTICLE V.

The Operating Agreement of the limited liability company (hereinafter the "Company") contains provisions regarding:

1. The nature of the business to be transacted or the purposes to be promoted or carried out by the Company, which shall be to own, operate, manage, develop, mortgage, lease, sell and to otherwise undertake such activities as are determined by the Company with respect to the following property known as "19th Terrace Apartments Property":

1525 NW 19 Terrace
Miami, Florida 33125

and the personal property of the Company which is located therein or is used in connection therewith, and all business of the Company relating thereto, and for no other purpose whatsoever.

2. The rights of the members to admit additional members and the terms and conditions of the admissions.

3. The rights of the remaining members of this Company to continue the business of this Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, and any other event which may terminate the continued membership in this Company.

ARTICLE VI.

The management of the Company is to be reserved to an independent managing entity which is SHERMAN PROPERTIES, INC., a Florida corporation, having an address at 168 SE 1ST Street, Suite 803, Miami Florida 33131 (the "Managing Entity").

ARTICLE V.

The names and street addresses of the current Members are (hereinafter the "Members"):

<u>Name</u>	<u>Street Address</u>
Jeff and Thelma Sherman	168 SE 1 st Street, Suite 803 Miami, Florida 33131

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Martin Pombo

223 E Flagler St
Suite M-1
Miami, Florida 33132

Susana Baguear

223 E Flagler St
Suite M-1
Miami 33132

Abram Aminov

55 NE 1st Street
Suite 14
Miami, Florida 33132

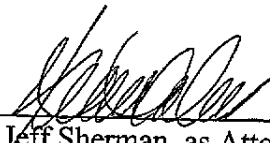
ARTICLE VIII.

The Interests of the current Members shall be evidenced by Certificates which shall be issued by the corporation reflecting the percentage interest held by the Members.

ARTICLE IX.

The Operating Agreement between the Managing Entity and the Company shall be adopted by the Members. Thereafter, the power to alter, amend, or repeal the Operating Agreement shall be vested in the Members of the Company in the manner set forth in the Operating Agreement; provided, however, that the consent of the Managing Entity shall be required before any amendment, alteration or repeal of the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has executed these Articles or Organization this 16 day of August, 2001, at Miami, Florida.


for Jeff Sherman, as Attorney-in-Fact

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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