

CT CORPORATION SYSTEM

CORPORATION(S) NAME

LD10000017570

Corina Collin Center, LLC

100004834851--5
-10/12/01--01040--003
***160.00 ***160.00

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|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reinstatement | |
| <input checked="" type="checkbox"/> LLC | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

10/12/01

Order#: 4844885

Ref#: _____

Amount: \$ _____

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 IN AND FOR THE
 COUNTY OF
 FLORIDA

OB
 10-12-01

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

**ARTICLES OF ORGANIZATION OF
CORINA COLLIN CENTER, LLC
a Limited Liability Company**

The undersigned hereby certify that we have associated ourselves 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. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME AND ADDRESS**

The name of the limited liability company shall be:
Corina Collin Center, LLC

and its principal place of business address shall be:
*15 Southwest Woolbright Road
Boynton Beach, Florida, 33426*

and its mailing address shall be:

*5355 Town Center Road, Suite 1105
Boca Raton, Florida 33486*

**ARTICLE II
PURPOSES AND POWERS**

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To construct, own, operate, maintain, lease, rent and otherwise manage one or more retail building(s).
2. To engage in any activity of business authorized under the Florida Statutes.
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

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herein set forth to the same extent as a natural person might or could do.

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 the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
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 thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
6. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while active 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 such capacity, or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith, or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
7. 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

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and powers.

Nothing herein contained 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 the laws of the State of Florida, lawfully carry on, exercise, or do.

**ARTICLE III
CAPITAL CONTRIBUTIONS AND MEMBER RESPONSIBILITY**

1. Member, M. Albin Morariu, M.D., shall own seventy (70%) percent share of Corina Collin Center, LLC, and will contribute cash in the amount of Seven Hundred (\$700.00) Dollars and additional contributions as required to promote the business enterprise of Corina Collin Center, LLC. This member shall further be responsible for the day to day affairs of the enterprise, including, but not limited to, administration and business affairs of the limited liability company.

2. Member, Mircea A. Morariu, M.D., shall own ten (10%) percent share of Corina Collin Center, LLC, and will contribute cash in the amount of One Hundred (\$100.00) Dollars and additional contributions as required to promote the business enterprise of Corina Collin Center, LLC.

3. Member, Corina Morariu, shall own ten (10%) percent share of Corina Collin Center, LLC, and will contribute cash in the amount of One Hundred (\$100.00) Dollars and additional contributions as required to promote the business enterprise of Corina Collin Center, LLC.

4. Member, David J. Zappitell, Esquire, shall own ten (10%) percent share of Corina Collin Center, LLC, and will contribute cash in the amount of One Hundred (\$100.00) Dollars and additional contributions as required to promote the business enterprise of Corina Collin Center, LLC. This member shall further be responsible for negotiation of contracts and other legal work within his area of expertise for the limited liability company.

**ARTICLE IV
PROFITS, LOSSES AND EXPENSES**

(a) Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of

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conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits or to the distributive share of the profits as follows:

- M. Albin Morariu, M.D. - 70%
- Mircea A. Morariu, M.D. - 10%
- Corina Morariu - 10%
- David J. Zappitell - 10%

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in equal shares or in accordance with the percentage stated in paragraph (a) hereinabove.

**ARTICLE V
DURATION**

This limited liability company shall exist perpetually, or until dissolved in a manner provided by law.

**ARTICLE VI
MANAGEMENT**

The limited liability company is to be managed by one manager. The name and address of the person who shall serve as such is as follows:

*M. Albin Morariu, M.D., 5258 Linton Boulevard,
Suite 101, Delray Beach, Florida 33484*

[Handwritten Signature]
Signature of a member or an authorized representative of a member.

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

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**ARTICLE VII
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT**

The name and the Florida street address of the registered agent are:

David J. Zappitell, Esquire

Name

5355 Town Center Road, Suite 1105

Florida Street Address

Boca Raton, Florida 33486

City, State, and Zip

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept 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 for in Chapter 608, F.S.

Registered Agent's Signature

**ARTICLE VIII
RESTRICTIONS ON MEMBERSHIP**

A member's interest in the limited liability company may not be sold or otherwise transferred or conveyed except with unanimous written consent of all members. Prior to conveying said interest, a right of first refusal to all members of record shall first be offered in writing according to their pro-rata interest. Said members will have fifteen (15) days to afford written acceptance.

Upon 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 will continue the business operation of the limited liability company and will unanimously agree to appoint a new manager if necessary.

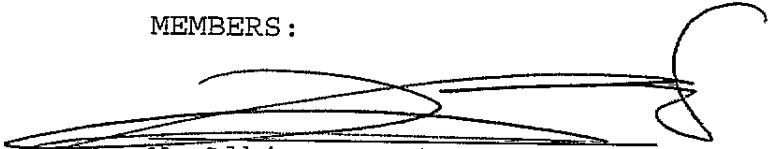
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The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the Articles of Incorporation of Corina Collin Center, LLC.

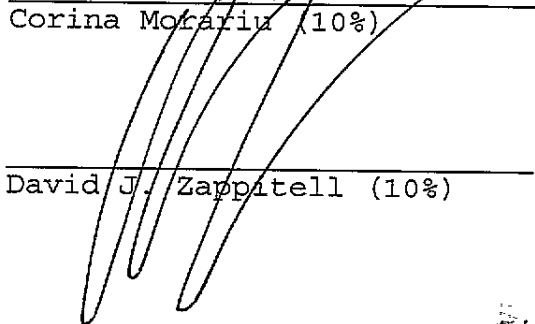
Executed by the undersigned at Delray Beach, Palm Beach County, Florida, on _____, 2001.

MEMBERS:


M. Albin Morariu, M.D. (70%)


Mircea A. Morariu, M.D. (10%)


Corina Morariu (10%)


David J. Zappitell (10%)

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