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Frankel, D.A.

Requestor's Name SE 3rd AVENUT Address LIV State ZIP	33131 Phone 9353A	20000000000000000000000000000000000000
CORPORATION(S)	NAME	2000046408926 -10/18/0101011015 ****155.00 ****155.00
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() Profit () () Foreign () Amendment) Dissolution	() Merger 00
() Limited Partnership () Reinstatement () Annual Report) Reservation	() Other () Change of Registered Agent
Certified Copy) Photo Copies	() Certificate Under Seal
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Neme Availability Document Examiner		Pt. 18-22-01



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 18, 2001

EMPIRE

SUBJECT: CENTRAL PARK SOUTH L.C.

Ref. Number: W01000024118

We have received your document for CENTRAL PARK SOUTH L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley Document Specialist

Letter Number: 601A00057601

ARTICLES OF ORGANIZATION OF CENTRAL PARK SOUTH LC

I, ELMY ALONSO, as the organizer hereto, do hereby execute these Artiples of Organization of CENTRAL PARK SOUTH L.C., a limited liability company, organized under and pursuant to the provisions of Chapter 608, Florida Statutes, 1987.

<u>ARTICLE I. - NAME</u>

The name of the limited liability company is CENTRAL PARK SOUTH L.C.

ARTICLE II. - EXISTENCE

This limited liability company shall exist from the date of the filing of these Articles of Organization with the Department of State, Tallahassee, Florida or such other offices thereof, authorized to accept same, and for a maximum period of FIFTY (50) years from the date of the filing hereof, unless otherwise terminated prior thereto in accordance with law.

ARTICLE III - PURPOSE OF ORGANIZATION

The company is organized for the express purpose of receiving, buying, acquiring, owning, developing, renting, selling, leasing and/or in any other manner dealing in real and personal property located within the State of Florida, and for any and all other acts or purposes permitted under Section 608.404 Florida Statutes 1987 and for any and all other applicable or governing laws of the State of Florida, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by law.

ARTICLE IV - PLACE OF BUSINESS AND REGISTERED AGENT and mailing address is: A. Place of Business - the company's place of business within the State is at the following address:

Mailing Address:

600 N.W. 167th Street Miami, Florida 33169

B. Registered Agent - The name and address of the Registered Agent of

ELMY ALONSO 600 N.W. 167th Street Miami, Florida 33169

ARTICLE V. - ADMISSION OF NEW MEMBERS

Unless otherwise herein specified, no new members shall be admitted to the company during the term of its existence. New members may be admitted pursuant to a

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vote of not less than eighty (80%) per cent of the total existing ownership interests in the company, which percentage shall be determined and measured by the percentage of ownership interest each member has in the company as opposed a simple majority of the meinbers.

No individual member and/or manager of the company, if one be designated, shall ever have the power to terminate or grant membership to any person.

ARTICLE VI. INTERESTS OF MEMBERS.

All interests of members in the company shall be considered personal property and not real property. Any interest of a member in the company shall be transferred only as provided in an operating agreement to be adopted by the unanimous written agreement of all members, which agreement shall be kept and maintained with these Articles of Organization as part of the official records of the company.

ARTICLE VII. - CONTINUATION AFTER INVOLUNTARY TERMINATION.

In the event of termination of the company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or any other event which involuntarily terminates the company, i.e. without the consent of a majority of the ownership interests in the company, then and in that event the remaining and/or surviving members shall be fully entitled to continue the business of the company provided that not less than a majority of the ownership interests then remaining shall have agreed to do so in writing.

ARTICLE VIII. - MANAGEMENT OF THE COMPANY

A. Management by Members - unless otherwise specifically stated herein. management of the company shall be reserved to and be by the members of the company. The names and address of the initial Member of the company is ELMY ALONSO, 600 N.W. 167th Street, Miami, Florida 33169.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal as organizer of this limited liability company this 16th ___ day of October, A.D. 2001.

MY ALONSO, Organizer

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TVM OBEICES

STATE OF FLORIDA

SS.

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared ELMY ALONSO, as the organizer of CENTRAL PARK SOUTH L.C., a Florida limited liability company in formation, [] to me well known or [] who produced a Florida Driver's License No. A 452 2955 4510 as identification and he acknowledged that he executed the foregoing Articles of Organization for the purposes therein expressed.

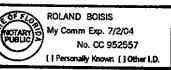
IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Niami, Miami-Dade County, Florida this ______ day of October, 2001.

Notary Public, State of Florida

Print Name:

My Commission Expires:

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in the Articles of Organization, I, ELMY ALONSO, with an address at 600 N.W. 167th Street, Miami, Florida 33169, hereby agrees to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ELMY ALONSO, Registered Agent

DATED: October 167

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