

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : MURAI, WALD, BIONDO, MORENO, P.A.
Account Number : 076150002103
Phone : (305) 358-5900
Fax Number : (305) 358-9490

LIMITED LIABILITY COMPANY

Sailboat Cove L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION

FOR

SAILBOAT COVE L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608 of the Florida Statutes entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of this Limited Liability Company is **Sailboat Cove L.L.C.**

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company is 3625 N.W. 87th Avenue, Suite 111, Miami, FL 33166.

ARTICLE III

DURATION

The period of this Company's duration shall be perpetual.

THIS INSTRUMENT PREPARED BY:

M. Cristina Moreno, Esq.
FL Bar #: 289721
Murai Wald Biondo & Moreno P.A.
25 Southeast Second Avenue, Suite 900
Miami, Florida 33131
305-358-5900

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ARTICLE IV
MANAGEMENT

Management of the Company is to be reserved to the members.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company in the State of Florida is 25 S.E. 2nd Avenue, Suite 900, Miami, FL 33131 and the name of the initial registered agent of the Company at that address is Murai, Wald, Biondo & Moreno, P.A.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted upon the approval of all members of the Company or as provided in the Operating Agreement of the Company.

ARTICLE VII
RIGHT TO CONTINUE BUSINESS

The remaining members may 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 Company.

These Articles of Organization are executed on this 21 day of Dec, 2001, by the undersigned who is a member of the Company and understands that his execution of these Articles constitutes an affirmation, under penalty of perjury, that the matters set forth herein are true.

Fre-Fund Ten, L.L.C.

By: Juan Franco
Juan Franco, President

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
FOR
SAILBOAT COVE L.L.C.**

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA

That **Sailboat Cove L.L.C.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, at County of Miami-Dade, State of Florida, has named Murai, Wald, Biondo & Moreno, P.A., located at 25 S.E. 2nd Avenue, Suite 900, Miami, FL 33131, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability company, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to the obligations of such registered agent, with which the undersigned acknowledges it is familiar.

Dated this 21 day of December, 2001.

Murai, Wald, Biondo & Moreno, P.A.

by: *M. Cristina Moreno*
M. Cristina Moreno, Vice President

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