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Florida Department of State

Division of Corporations

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From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
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LIMITED LIABILITY COMPANY**JOE'S GARDEN APARTMENTS, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION**- OF -****JOE'S GARDEN APARTMENTS, LLC**

The undersigned, for the purpose of forming a limited liability company under Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company is **JOE'S GARDEN APARTMENTS, LLC**.

ARTICLE II - DURATION

This limited liability company shall exist until December 31, 2037 at which time this limited liability company shall terminate and cease to exist.

ARTICLE III - PURPOSE

This limited liability company is organized for the purposes of engaging in any lawful activities or lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT
AND BUSINESS, MAILING AND PRINCIPAL ADDRESS
OF THE LIMITED LIABILITY COMPANY**

The street address of the initial registered office of the limited liability company is **C/O: 511 Northeast Third Avenue, Second Floor, Fort Lauderdale, Florida 33301**, and the name of the initial registered agent of the limited liability company at that address is **Josh N. Bennett**. The

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principal business office, mailing and street address of this limited liability company shall be 5425 Lagorce Drive, Miami Beach, Florida 33140.

ARTICLE V - ORGANIZER

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Josh N. Bennett	511 Northeast Third Avenue Second Floor Fort Lauderdale, Florida 33301

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ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by the member who is to serve as such until his successor is elected and qualified. The initial manager at the limited liability company shall be Jerry Klein of 5425 Lagorce Drive, Miami Beach, Florida 33140.

ARTICLE VII - MEMBER NAME AND CASH CONTRIBUTED TO THE COMPANY

The total amount of cash contributed to the company by the member is:

<u>Name of Cash Contributing Member</u>	<u>Amount</u>
JERRY KLEIN 5425 Lagorce Drive Miami Beach, Florida 33140	\$100.00
JEFFREY MESHI L 317 Madison Avenue, Suite 1100 New York, New York 10017	\$100.00
HAL ZOREF 733 Third Avenue, 21 st Floor New York, New York, 10017	\$100.00

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ARTICLE V - OTHER PROPERTY CONTRIBUTED TO THE COMPANY

There shall be no additional property contributed to the limited liability company by the member at this time.

ARTICLE IX - REGULATIONS

The power to adopt, alter, amend or repeal regulations shall be vested with the member.

ARTICLE X - POWERS

The limited liability company shall have all of the limited liability company powers enumerated in the Florida Limited Liability Companies Act.

ARTICLE XI - INDEMNIFICATION

The limited liability company shall indemnify its member to the full extent permitted by law.

ARTICLE XII - AMENDMENT

The limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization or amendment thereto, and any right conferred upon the member is subject to this reservation.

ARTICLE XIII - ADDITIONAL MEMBERS

The limited liability company reserves the right to admit additional members and they must be voted in as additional members by a majority of the members.

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 18th day of March, 2002.



JOSH N. BENNETT

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STATE OF FLORIDA
COUNTY OF BROWARD

)
:SS.:
)

BEFORE ME, the undersigned authority, personally appeared **Josh N. Bennett**, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official seal this 18th day of March, 2002.


NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



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02 MAR 19**DESIGNATION OF RESIDENT AGENT**

**Certificate Designating Place of Business or Domicile for the Service of Process
Within this State, Naming Agent Upon Whom Process May Be Served.**

**(Attached to the Articles of Organization
JOE'S GARDEN APARTMENTS, LLC
and Made a Part Thereof)**

Pursuant to Chapters 48.091 and 608.415, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Organization of said limited liability company to which this document is attached:

THAT, JOE'S GARDEN APARTMENTS, LLC, desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Organization in the City of Miami, County of Dade, State of Florida, has named **Josh N. Bennett**, as its Registered Agent to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said limited liability company authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.



**Josh N. Bennett,
Resident Agent**

STATE OF FLORIDA)

:SS.:

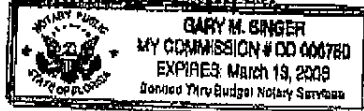
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared **Josh N. Bennett**, to me well known, and known to me to be the individual described in and who executed the foregoing acceptance as subscriber thereto.

WITNESS my hand and official seal this 18th day of March, 2002.



**NOTARY PUBLIC, State of Florida at Large
My Commission Expires:**



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