

# L02000009355

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## LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-04/19/02--01019--010

\*\*\*\*155.00 \*\*\*\*155.00

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

1. E. SHEN II, LLC

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



Walk in



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2:00



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Photocopy



Certificate of Status

DIVISION OF CORPORATION

02 APR 19 AM 7:58

RECEIVED

FILED

02 APR 19 AM 11:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### NEW FILINGS

Profit

NonProfit

Limited Liability

Domestication

Other DCC

### OTHER FILINGS

Annual Report

Entity Name

Name Reservation

### AMENDMENTS

Amendment

Resignation of R.A., Officer/Director

Change of Registered Agent

Dissolution/Withdrawal

Merger

### REGISTRATION/ QUALIFICATION

Foreign

Limited Partnership

Reinstatement

Trademark

Other

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
E. SHEN II, LLC**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I  
Name

The name of the limited liability company is **E. SHEN II, LLC** (the "Company").

Article II  
Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

Article III  
Nature of Business and Mailing Address

This Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the Company's initial principal office is 101 SW 15<sup>th</sup> Road, 2nd Floor, Miami, Florida 33129.

Article IV  
Initial Registered Office and Agent

The street address of the initial registered office of this Company is 101 SW 15<sup>th</sup> Road, 2nd Floor, Miami, Florida 33129, and the name of the initial registered agent of this Company at that address is Lawrence D. Kruguer.

Article V  
Unit Certificates

- (a) Each Member's interest in the Company may be evidenced by a membership or unit certificate.
- (b) No Member of this Company may transfer, sell or assign its Membership Interest in the Company to any other person except as provided for in the Company's Regulations and Operating Agreement.

Article VI  
Addition of New Members

New owners who take their interest directly from the Company will be admitted as Members, as provided in the Regulations and Operating Agreement. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

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Article VII  
Continuation on Death, Retirement, Etc. of Members

The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event that terminates the continued Membership of a Member in this Company. The Company shall terminate upon the consent of all Members or as otherwise provided in accordance with the terms of the Regulations and Operating Agreement.

Article VIII  
Member Managed

This company shall be managed by the Members of the Company in accordance with the Company's Regulations and Operating Agreement.

Article IX  
Amendment

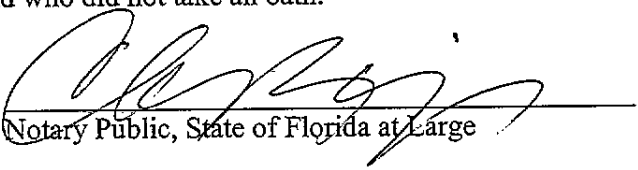
The Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles the 16 day of April, 2002.

  
\_\_\_\_\_  
Lawrence D. Kruguer  
Authorized Representative

STATE OF FLORIDA            )  
                                      ) SS.:  
COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 16 day of April, 2002, by Lawrence D. Kruguer, who is personally known to me and who did not take an oath.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My Commission Expires:



Claudio Rivera  
My Commission DD015407  
Expires April 13, 2005

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby agree 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.

  
\_\_\_\_\_  
LAWRENCE D. KRUGUER

Dated: 16 day of April, 2002

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