

L020000013208

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000145511 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

RECEIVED
02 MAY 30 PM 12:40
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

keys paradise #167, l.l.c.

ATTORNEY
AND
FILED
02 MAY 30 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

JB

H 0 2000145511

ARTICLES OF ORGANIZATION

OF

KEYS PARADISE # 167, L.L.C.

a Florida Limited Liability Company

ARTICLE I
NAME

The name of this Limited Liability Company is

KEYS PARADISE # 167, L.L.C. (the "Company").

ARTICLE II
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat. as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III
ADDRESS

The mailing and street address of the Company's principal place of business is 100 Almeria Avenue, Suite 230, Coral Gables, Florida 33134.

Prepared by: JESUS F. BUJAN, ESQUIRE
782 N.W. Lejeune Road, Suite 530
Miami, Florida 33126
(305) 442-1439
Florida Bar No. 401560

H 0 2000145511

FILED
AND
RECORDED
MAY 30 2002
02 MAY 30 PM 1:01
CORAL GABLES, FLORIDA

ARTICLE IV
DURATION

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company 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, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

ARTICLE V
MANAGEMENT

The management of the Company shall be reserved to the members. The members shall have the power and the authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

ARTICLE VI
MEMBERS

The names and addresses of the initial members are as follows:

Leonardo Miyares
100 Almeria Avenue, Suite 230
Coral Gables, Florida 33134

Jesus F. Bujan
782 N.W. LeJeune Road, Suite 530
Miami, Florida 33126

ARTICLE VII
ADMISSION OF NEW MEMBERS

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

02 MAY 30 PM 1:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

APPROVED
AND
FILED

ARTICLE VIII
MEMBER VOTING

A. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

ARTICLE IX
ADOPTION OF REGULATIONS

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

ARTICLE X
AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Regulations permitting said amendment at any annual or special meeting.

ARTICLE XI
INITIAL ADDRESS OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company in the State of Florida is 100 Almeria Avenue, Suite 230, Coral Gables, Florida 33134. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

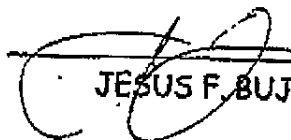
The initial Registered Agent is designated as Jesus F. Bujan. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

SECRETARY
STATE OF FLORIDA
TALLAHASSEE

02 MAY 30 PM 1:01

RETURN
TO
FILE

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 29 day of May, 2002.



JESUS F. BUJAN

02 MAY 30 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

H 0 2000145511

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
OF KEYS PARADISE # 167, L.L.C.**

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

1. The name of the Limited Liability Company is:

KEYS PARADISE # 167, L.L.C.

2. The name and address of the registered agent and office is:

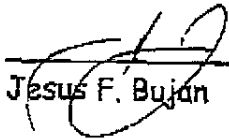
JESUS F. BUJAN
782 N.W. LeJeune Road, Suite 530
Miami, Florida 33126

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 30 PM 1:01

APPROVED
AND
FILED

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



Jesus F. Bujan

5-14-02

(Date)

H 0 2000145511