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## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 7, 2002

**HOLLAND & KNIGHT** 

SUBJECT: KEYSTONE ASSOCIATES, LLC

Ref. Number: W02000016586

We have received your document for KEYSTONE ASSOCIATES, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The LLC can not serve as its own manager.,

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline Document Specialist

Letter Number: 302A00037744

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

### ARTICLES OF ORGANIZATION FOR KEYSTONE ASSOCIATES, LLC

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

#### ARTICLE I. NAME

The name of the limited liability company is KEYSTONE ASSOCIATES, LLE the "Company").

#### ARTICLE II. ADDRESS

The principal office and mailing address of the Company is:

1111 Brickell Avenue, Suite 1100 Miami, Florida 33131

#### ARTICLE III. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Regulations or (ii) by the unanimous written agreement of all Members.

#### ARTICLE IV. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE V. REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Lynn C. Washington the Company's initial registered agent at that address to accept service of process within this state.

#### ARTICLE VI. MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by a Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follow:

MONTAQUE SCOTT

1111 Brickell Avenue, Suite 1100 Miami, Florida 33131

#### ARTICLE VIÌ. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 6<sup>th</sup> day of June, 2002.

Duly Authorized Representative of a

Member

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for KEYSTONE ASSOCIATES, N LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am farailiar with, and accept, the obligations of such position.

Dated: June 6, 2002

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