

# LO2000015755

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To:

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
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W02-18086

**LIMITED LIABILITY COMPANY**  
**COUNTRY REAL ESTATE INVESTMENTS, LLC**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 20, 2002

EMPIRE

SUBJECT: COUNTRY REAL ESTATE INVESTMENTS, LLC  
REF: W02000018086

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

You must correct the statement "The UNDERSIGNED Manager and Incorporator" in Article VI to "The UNDERSIGNED Member or Authorized Representative".

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges  
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ARTICLES OF ORGANIZATION FOR  
COUNTRY REAL ESTATE INVESTMENTS, LLC  
A FLORIDA LIMITED LIABILITY COMPANY

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02 JUN 21 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of the Limited Liability Company is:

COUNTRY REAL ESTATE INVESTMENTS, LLC

ARTICLE II - ADDRESS:

The mailing address and street of the principal office of the Limited Liability Company is:

7300 SW 100th Court  
Miami, Florida 33173

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - MANAGEMENT:

The Limited Liability Company is to be managed by a manager, or managers until the first annual meeting of the members or until their names are elected and qualify and the name(s) and Address(es) of such manager(s) who is/are:

COUNTRY USA, INC.

7300 SW 100th Court  
Miami, Florida 33173

PATRICIO VALENZUELA

C/O: Ruth, Rousso & Darrach, P.A.  
3440 Hollywood Boulevard, Suite 360  
Hollywood, Florida 33021

This Instrument Prepared By:

Alvaro Castillo B., Esq.  
1390 Brickell Avenue, Suite 200  
Miami, Florida 33131  
(305) 371-5540  
Florida Bar No. 611761

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ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be by (i) unanimous resolution and consent of the remaining members under the same terms and conditions as set forth from time to time by the remaining members and by (ii) filing a supplemental affidavit of capital contributions with Department of State, State of Florida setting forth the actual contributions of all members.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a membership of a member in the limited liability company shall be as set forth in a unanimous resolution and consent of the remaining members and in the event there are less than two members or in the event the remaining members do not reach a unanimous resolution with the determination of a membership of a member within 15 days from said termination, the limited liability company shall be dissolved.

The UNDERSIGNED Member or Authorized Representative, for the purpose of forming a Limited Liability Company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

COUNTRY USA, INC.

By: HUGO P. LEPRE, President

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF DADE )

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, HUGO P. LEPRE personally appeared to me known to be the person described as the President of Country USA Inc. the managing member and signatory in the foregoing Articles of Organization, and he acknowledged before me that he executed said Articles of Organization and did not take an oath.

WITNESS my hand and seal in said State and County, this 20 day of June, 2002.

NOTARY PUBLIC  
COMMISSION EXPIRES:

H02000155415

CERTIFICATE OF DESIGNATION OF  
REGISTER AGENT/REGISTER OFFICE

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/REGISTER  
AGENT, THE STATE OF FLORIDA.

1. The name of the limited liability company is:

COUNTRY REAL ESTATE INVESTMENTS, LLC

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

ALVARO CASTILLO B., P.A.  
1390 Brickell Avenue  
Suite 200  
Miami, Florida 33131

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 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 REGISTER AGENT.

SIGNATURE

DATE

6-20-02

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