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# Florida Department of State

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

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LIMITED LIABILITY COMPANY

capital preservation of america, llc.

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THIS INSTRUMENT PREPARED BY:
MAYNARD J. HELLMAN, ESQUIRE
300 Sevilla Avenue, Suito 206
Coral Gables, FL 33134
(305) 448-3112

## ARTICLES OF ORGANIZATION

# CAPITAL PRESERVATION OF AMERICA, LLC.

# A FLORIDA LIMITED LIABILITY COMPANY

The undersigned hereby certify that we have associated curselves together for the purpose of becoming a Limited Liability Company under Chapter 608 of the Florida Statutes, providing for the formation, rights, privileges, and immunities of Limited Liability Companies for Profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business for such Limited Liability Company.

#### ARTICLE !

The name of the Limited Liability Company shall be:

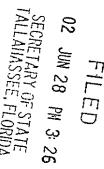
CAPITAL PRESERVATION OF AMERICA, L.L.C.

The principal place of business of the Company shall be 300 Sevilla Avenue, Suite 206, Coral Gables, Florida 33134, but the Company shall have the power and authority to establish branch offices at such place or places as may be designated by the Members.

#### ARTICLEIL

#### DURATION

This Limited Liability Company shall have a perpetual existence commencing on the date of filing of these Articles of Organization.



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#### ARTICLE III

### PURPOSES AND POWERS

The general nature of the business to be transacted, and which this Limited Liability Company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of Limited Liability Companies, shall be as follows:

- 1. To engage in any activity or business authorized under the Florida Statutes and the laws of the State of Florida.
  - To putchase or otherwise acquire the real property.
- 3. To purchase, sell, mortgage, encumber and lease the real property and personal property owned by the Company.
- 4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets and liabilities, of any person, firm, association, or corporation, carrying on any kind of business of a similar nature to that which this Limited Liability Company is authorized to carry on, pursuant to the provisions of these Articles and to hold, utilize and in any manner dispose of the rights and property so acquired.
- 5. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, and to perform and carry out, assign, cancel or rescind any of such contracts.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and shall be liberally construed in the aid of the powers of this Limited Liability Company, and the powers and purposes stated herein shall, in no was limit or restrict the powers granted under the laws of the State of Florida.

#### ARTICLE IV

#### MAILING ADDRESS AND

## PRINCIPAL PLACE OF BUSINESS

The mailing address and principal office of this Limited Liability Company shall be located at 300 Sevilla Avenue, Suite 206, Coral Gables, Florida 33134.

## **ARTICLE V**

## INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 300 Sevilla Avenue, Suite 206, Coral Gables, FL 33134, and the name of the initial Registered Agent is MAYNARD J. HELLMAN, ESQUIRE.

#### ARTICLE VI

The Limited Liability Company shall be managed by a majority vote of its members.

Executed by the under	signed at Cora	al Gables, Miami-Dade County this 28th day
of June, 2002		O2 . SECR
÷		FIL FILM 28
;		
:		BY:
, :		MAYNARD J. HELDMAN AUTHORIZED REPRESENTATIVE OF MEMBER
STATE OF FLORIDA	) } ss:	,

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared MAYNARD J. HELLMAN, to me known to be the person described in and who

COUNTY OF MIAMI-DADE

executed the foregoing Articles of Association, and acknowledged before me that he executed the same, and who produced a driver's license for identification and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this

27th day of June, 2002.

NOTARY PUBLIC, STATE OF FLORIDA

AT LARGE

My Commission Expires:

MALDIDA GNEEN

MY COMMISSION # DO 180783

EXPIRES: May 23, 2006

By 466 Ton Homy Parks Unramation

O2 JUN 28 PM 3: 27
SECRETARY OF STATE

# CERTIFICATE

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