

Division of Corporations

Page 1 of 1

**LO2000017074**

## 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.

(((H02000162838 5)))

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 : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
Phone : (305) 789-3200  
Fax Number : (305) 789-3395

## LIMITED LIABILITY COMPANY

PHG - Banyan, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

RECEIVED  
02 JUL -8 PM 5:20  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA  
02 JUL -9 AM 8:32  
FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

H02000162838 5

**ARTICLES OF ORGANIZATION**  
**OF**  
**PHG - BANYAN, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I**  
**NAME**

The name of the Limited Liability Company is PHG - Banyan, LLC (the "Company").

**ARTICLE II**  
**ADDRESS**

The mailing address and street address of the principal office of the Company is 9400 South Dadeland Boulevard, Suite 100, Miami, Florida 33156.

**ARTICLE III**  
**DURATION**

The period of duration for the Company shall be perpetual.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT AND ADDRESS**

The name and street address of the registered agent of the Company in the State of Florida are:

**Name**

**Address**

Brian J. McDonough

2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

Filed by: J. Gerstenfeld, Corp. Legal Asst.  
Stearns Weaver Miller Weissler, et al  
150 West Flagler Street, Suite 2200  
Miami, Florida 33130  
T: 305-789-3545/F: 305-789-3395

H02000162838 5

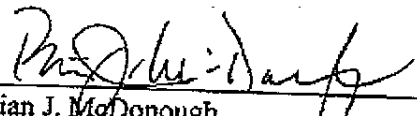
**FILED**  
02 JUL -9 AM 8:32  
TALLAHASSEE, FLORIDA

H02000162838 5

ARTICLE V  
MANAGEMENT

The Company is to be managed by its members.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles  
of Organization for the foregoing uses and purposes this 3rd day of July, 2002.

  
\_\_\_\_\_  
Brian J. McDonough  
Authorized Representative of Members

H02000162838 5

FILED  
02 JUL -9 AM 8:32  
TALLAHASSEE, FLORIDA

H02000162838 5


**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Company is PHG - Banyan, LLC.
2. The name and street address of the registered agent and office are:

Brian J. McDonough  
2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

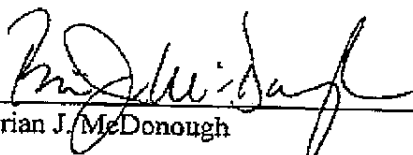
Dated: July 3, 2002

  
\_\_\_\_\_  
Brian J. McDonough  
Authorized Representative of Members

**REGISTERED AGENT'S ACCEPTANCE**

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: July 3, 2002

  
\_\_\_\_\_  
Brian J. McDonough

\\W-Q0\3536\000\BANYAN\ARTICLES.wpd

H02000162838 5

**FILED**  
02 JUL -9 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA