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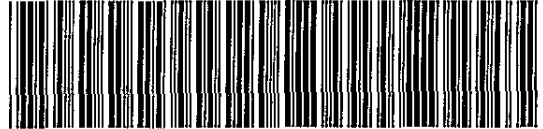
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN MAR 25 2003



RICHARD W. LYONS  
GARY V. SMITH \*  
MICHAEL D. LYONS

\*BOARD CERTIFIED  
REAL ESTATE ATTORNEY

Of Counsel:  
JAVIER J. RODRIGUEZ

March 19, 2003

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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2003 MAR 24 AM 9:30  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RE: ARTICLES OF ORGANIZATION FOR HOLLIS HILLS APARTMENTS, LLC

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Organization and a check for \$160.00 (Filing Fee/\$100.00, Designation of Resident Agent/\$25.00, Certified Copy/\$30.00 and Certificate/\$5.00).

Please return a certified copy and a certificate of status to the undersigned after same has been filed.

Should you have any questions, please don't hesitate to contact the undersigned.

Very truly yours,

  
GARY V. SMITH  
[gsmith@lyonsandsmith.com](mailto:gsmith@lyonsandsmith.com)

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enclosures  
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**ARTICLES OF ORGANIZATION  
FOR  
HOLLIS HILLS APARTMENTS, LLC**

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the limited liability company is HOLLIS HILLS APARTMENTS, LLC.

**ARTICLE II - DURATION**

This period of duration for the limited liability company shall be: PERPETUAL.

**ARTICLE III - ADDRESS**

The mailing address and street address of the principal office of the limited liability company is: 1355 West 44 Place, Suite 100, Hialeah, FL 33012

**ARTICLE IV - PURPOSE**

This limited liability company is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Limited Liability Company Act.

**ARTICLE V - INITIAL MEMBERS AND MANAGEMENT**

The limited liability company is to be managed by the member, and the name and address of the member are as follows:

<u>NAME</u>	<u>ADDRESS</u>
NINA LEVY, as Trustee of the Nina Levy Revocable Living Trust dated September 1, 1993	1355 West 44 Place, Suite 100 Hialeah, FL 33012

**ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS**

Additional members may be admitted to the limited liability company only upon the unanimous consent of all existing members.

**ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS**

The remaining members of the limited liability company shall continue the business of the limited liability company upon 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 in the limited liability company.

**ARTICLE VIII - CONTRACTING AND DEBTS**

Any member of the limited liability company, acting without the other members, shall be authorized to contract in all matters, including matters of debt, on behalf of the limited liability company. In addition, instruments and documents providing for the acquisition, mortgage or disposition of real or personal property of the limited liability company shall be valid and binding upon the company if they are executed by one member of the limited liability company.

**ARTICLE IX - POWERS**

The limited liability company will have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitations, all powers set forth in Florida Statutes 608.404, as from time to time amended, and the following powers:

- A) Sue or be sued, or complain or defendant, in its name.
- B) Purchase, take, receive, lease, subscribed for, or otherwise acquire, own, hold, improve, vote, use or otherwise deal in or with real or personal property, or an interest in real or personal property or any legal or equitable property, wherever located.
- C) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, lend or otherwise dispose of, all or any part of its property and assets.
- D) Make contracts or guarantees or incur liabilities, borrow money, issue its notes, bonds or other obligations; secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned directly or indirectly by the contracting company; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting company, or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion or attainment of the business of the contracting company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting company.
- E) Lend money, invest or reinvest its funds, or receive and hold real or personal property as security for repayment.
- F) Conduct its business, locate offices and exercise the powers granted by this chapter within or without this State.
- G) Elect or appoint managers and agents of the limited liability company, define their duties, fix their compensation and lend them money and credit.
- H) Make and amend its regulations, not inconsistent with its articles of organization or with the Laws of this State, for the administration and regulation of the affairs of the

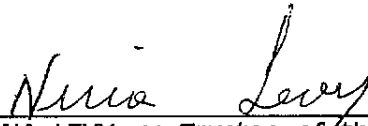
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company.

- I) Make donations for the public welfare or for charitable, scientific, or educational purposes.
- J) Indemnify a member or manager or any other person as provided in this chapter against expenses actually and reasonably incurred by him or her or it in connection with the defense of an action, suit or proceeding, whether civil or criminal, in which he or she or it is made a party.
- K) Cease its activities and surrender its certificate of organization.
- L) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the company is organized.
- M) Transact any lawful business that will be in aid of governmental policy.
- N) Be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, limited partnership, limited liability company, joint venture, trust, or other enterprise.
- O) Make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the company

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IN WITNESS WHEREOF, the undersigned executed the foregoing Articles of Organization this 18 day of March, 2003. (In accordance with Section 608.408(3) Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

  
 \_\_\_\_\_  
 NINA LEVY, as Trustee of the Nina Levy Revocable Living Trust, Member

STATE OF FLORIDA  
 COUNTY OF MIAMI-DADE

The foregoing instrument was sworn to and subscribed before me in the County and State last aforesaid, this 18 day of March, 2003, by NINA LEVY, as Trustee of the Nina Levy Revocable Living Trust, member of Hollis Hills Apartments, LLC, who personally appeared before me at the time of notarization and  who is personally known to me or  who has produced (type of identification) \_\_\_\_\_ as identification.

My Commission Expires:

\_\_\_\_\_  
 NOTARY PUBLIC (SEAL)  
 (print name)

OFFICIAL NOTARY SEAL  
 GARY V SMITH  
 NOTARY PUBLIC STATE OF FLORIDA  
 COMMISSION NO. DD094613  
 MY COMMISSION EXP. MAR. 12, 2006

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

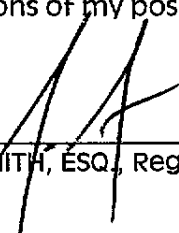
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: HOLLIS HILLS APARTMENTS, L.L.C.
2. The name and the Florida street address of the registered agent are:

Name: GARY V. SMITH, ESQUIRE

Address: 1230 NW 7 Street  
Miami, Florida 33125

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in his 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.

  
\_\_\_\_\_  
GARY V. SMITH, ESQ., Registered Agent

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