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Florida Department of State  
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RECEIVED  
03 MAY -2 AM 7:59  
DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**SFD @ NORTH LAUDERHILL LLC**

APPROVED  
AND  
FILED  
03 MAY -2 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION  
OF  
SFD @ NORTH LAUDERHILL LLC**

**ARTICLE I - Name**

The name of the Limited Liability Company is SFD @ NORTH LAUDERHILL LLC (the "Company").

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Company is 2901 SW 8 Street, Suite 204, Miami, Florida 33135.

**ARTICLE III - Duration**

The Company shall exist perpetually from the date of filing these Articles of Organization, unless dissolved in accordance with the Regulations of the Company and Florida law.

**ARTICLE IV - Management**

The Company is to be managed by: a manager or managers and the names and addresses of such managers are:

Charles R. Abele, Jr.  
2901 S.W. 8<sup>th</sup> Street, Suite 204  
Miami, Florida 33135

Jose R. Boschetti  
2901 S.W. 8<sup>th</sup> Street, Suite 204  
Miami, Florida 33135

**ARTICLE V - Admission of Additional Members**

The right, if given, of the remaining members to admit additional members and the terms and condition of the admissions shall be subject to a vote of a 2/3's majority of the existing members and conditioned on the new member's agreement to abide by all existing agreements of the members regarding the conduct of the Company.

**ARTICLE VI - Members Rights to Continue Business**

The right, if given, of the remaining members of the Company to continue the business in the event of the termination of the Company due to 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 Company; the remaining or surviving members may continue in the business of the Company provided that a majority of the remaining members agree to do so in writing.

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**ARTICLE VII - Registered Agent and Office**

The street address of the Company's initial registered office is 2901 SW 8 Street, Suite 204, Miami, Florida 33135, and the name of its initial registered agent at such office is Charles R. Abele, Jr.



Signature of a member or authorized representative of a member

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of SFD @ NORTH LAUDERHILL LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §608.415 or §608.507.



Charles R. Abele, Jr.

Dated: 4/30, 2003

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