

Division of Corporations

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To:  
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Fax Number : (850)205-0383

From:  
Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.  
Account Number : 076624003440  
Phone : (305)444-6226  
Fax Number : (305)442-4829

**LIMITED LIABILITY COMPANY**

**GARDENS OFFICE COMPLEX LLC.**

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ARTICLES OF ORGANIZATION  
OF  
GARDENS OFFICE COMPLEX LLC.

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The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this Limited Liability Company is: GARDENS OFFICE COMPLEX LLC.

ARTICLE II  
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to 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 IV  
PRINCIPAL PLACE OF BUSINESS  
AND  
MAILING ADDRESS

The PRINCIPAL PLACE OF BUSINESS of this Limited Liability Company in the State of Florida is 18590 NW 67<sup>TH</sup> AVENUE, MIAMI, FLORIDA. The MAILING ADDRESS of this Limited Liability Company in the State of Florida is 1390 SOUTH DIXIE HIGHWAY, SUITE 2120, CORAL GABLES, FL 33146.

The Board of Managers may from time to time move the principal place of business or the mailing address to another address in Florida.

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ARTICLE V  
REGISTERED OFFICE, REGISTERED AGENT

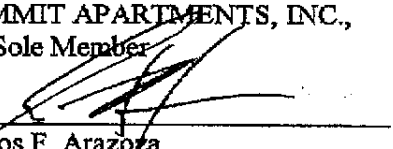
That GARDENS OFFICE COMPLEX LLC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates ARAZOZA & FERNANDEZ-FRAGA, P.A., as its Registered Agent to accept services within the State. The registered office of the Limited Liability Company shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

ARTICLE VI  
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company. The Initial Managers shall be ARMANDO J. GUERRA and MARIA C. GUERRA, of 1390 SOUTH DIXIE HIGHWAY, SUITE 2120, CORAL GABLES, FL 33146.

WITNESS the hand and seal of the members in Miami-Dade County, State of Florida, this 19<sup>th</sup> day of May, 2003.

SUMMIT APARTMENTS, INC.,  
the Sole Member

By:   
Carlos F. Arazoza  
Authorized Representative of Member

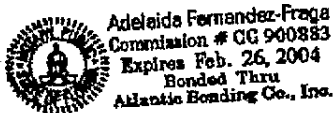
STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF MIAMI-DADE    )

PERSONALLY appeared before me, CARLOS F. ARAZOZA, who is personally known to me, who being by me first duly sworn, acknowledges that he signed this articles of GARDENS OFFICE COMPLEX LLC., for the purposes therein expressed.

WITNESS my hand and seal at Miami-Dade County, Florida this 20<sup>th</sup> day of May, 2003.

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My commission expires:



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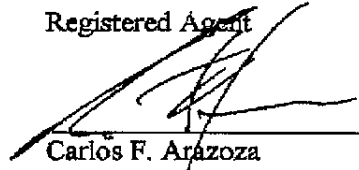
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That GARDENS OFFICE COMPLEX LLC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, has named ARAZOZA & FERNANDEZ-FRAGA, P.A, as its Agent, of 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134, to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Registered Agent



Carlos F. Arazoza  
Managing Director  
Arazoza & Fernandez-Fraga, P.A.  
Date: May 19, 2003.

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