

# L03000022311

Florida Department of State  
Division of Corporations  
Public Access System

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.

((H03000217102 0)))

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 : BELOFF & SCHWARTZ  
Account Number : I20010000064  
Phone : (305) 673-1101  
Fax Number : (305) 673-5505

03 JUN 19 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

APPROVED  
AND  
FILED

RECEIVED  
03 JUN 19 PM 12:21  
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY  
AMERICAN ORLANDO DEVELOPERS II, LLC

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

JB  
6-19-03

**ARTICLES OF ORGANIZATION OF**  
**AMERICAN ORLANDO DEVELOPERS II, LLC**

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, does hereby establish the following:

1. **Name.** The name of the limited liability company is:

AMERICAN ORLANDO DEVELOPERS II, LLC, a Florida limited liability company

2. **Duration.** The period of duration of the limited liability company is perpetual unless sooner dissolved as provided by statute.
3. **Purpose.** This limited liability company is organized for the purpose of engaging in any lawful business in which a limited liability company may engage under Florida law.
4. **Principal Place of Business and Mailing Address.** The address of its principal place of business, as well as the mailing address for this limited liability company is:

240 Crandon Boulevard  
Suite 101  
Key Biscayne, Florida 33149

5. **Registered Agent and Office.** The name and address of its initial registered agent in the State of Florida, whose Consent to appointment as Registered Agent accompanies these Articles, is:

Hector Dasso  
328 Crandon Boulevard  
Suite 101  
Key Biscayne, Florida 33149

6. **Initial Member.** The name of the initial members of the limited liability company and their addresses are as follows:

Hector Dasso  
240 Crandon Boulevard  
Suite 101  
Key Biscayne, Florida 33149

7. **Admission of Additional Members.** Additional Members will be admitted only pursuant to the terms of the operating agreement which may be entered into by the Members of the Company, or upon such other terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.

8. **Continuity.** The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company. The return of capital and the

03 JUN 19 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AND  
FILED

distribution of profits shall be determined from the limited liability company's books, as of the effective date of withdrawal, based on the provisions of the regulations, and paid as soon as practicable without diminishing the prospects of the limited liability company's ventures and subject to the limitations of Florida law.

9. **Management.** The business of the company shall be reserved to and conducted under the exclusive management of its Members. This is not a manager-managed company.

Dated: JUNE 5, 2003

  
\_\_\_\_\_  
HECTOR DASSO

03 JUN 19 PM 12:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Prepared by:

Beloff & Schwartz, 1111 Lincoln Road,  
Suite 400, Miami Beach, Florida 33139  
(305) 673-1101

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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:

***AMERICAN ORLANDO DEVELOPERS II, LLC, a Florida limited liability company***

2. The name and the Florida street address of the registered agent are:

**Hector Dasso  
240 Crandon Boulevard  
Suite 101  
Key Biscayne, Florida 33149**

*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, 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.*

  
**HECTOR DASSO, REGISTERED AGENT**

03 JUN 19 PM 12:35  
SECRETARY OF STATE  
DIVISION OF CORPORATE  
REGISTRATION

FILED  
AHO

Prepared by:

**Beloff & Schwartz, 1111 Lincoln Road,  
Suite 400, Miami Beach, Florida 33139  
(305) 673-1101**