



Division of Corporations

W03000024232

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

BALTIC APARTMENTS II, LLC

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| Certificate of Status | 1 |
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| Page Count | 04 |
| Estimated Charge | \$130.00 |

EFFECTIVE DATE:

7-2-03

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
BALTIC APARTMENTS II, LLC

Article II. Address

The Company's street and mailing address is:
BALTIC APARTMENTS II, LLC
1145 HORIZONVIEW DRIVE
SARASOTA FL 34242

Article III. Registered Agent

The name and street address of the Company's registered agent is:
KEVIN FLESSNER
1145 HORIZONVIEW DRIVE
SARASOTA FL 34242

EFFECTIVE DATE
7-2-03

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0886

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Article V. Management

This will be a member-managed company. The name and address of each member is:

KEVIN FLESSNER
1145 HORIZONVIEW DRIVE SARASOTA FL 34242

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Article VI. Company Existence

The Company's existence shall begin effective as of July 2, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on July 2, 2003.



CORPORATE CREATIONS INTERNATIONAL INC.

Karla Sarria Vice President
by V. Cine as attorney-in-fact

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
BALTIC APARTMENTS II, LLC

REGISTERED AGENT/OFFICE:
KEVIN FLESSNER
1145 HORIZONVIEW DRIVE
SARASOTA FL 34242

FILED
JUL 2 2003
CLERK OF COURT
SARASOTA COUNTY
FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



KEVIN FLESSNER
by V. Cine as attorney-in-fact

Date: July 2, 2003

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