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ACCOUNT NO. : 072100000032

REFERENCE: 509043 10794A

AUTHORIZATION : Patricia / Muto

COST LIMIT : \$ 125.00 " - 125.00"

ORDER DATE: March 19, 2004

ORDER TIME : 11:50 AM

ORDER NO. : 509043-005

CUSTOMER NO: 10794A

CUSTOMER: Harold J. Turk, Esq

Law Offices Of Harold J. Turk

12th Floor, C/o Avatar

Properties, Inc. 201 Alhambra

Miami, FL 33134

#### DOMESTIC FILING

NAME:

CANGRO, LLC

#### EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY \_ PLAIN STAMPED COPY \_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS:

# ARTICLES OF ORGANIZATION OF CANGRO. LLC

The undersigned, for the purpose of forming a limited liability company inder the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes acknowledges, and files the following Articles of Organization.

# ARTICLE I - NAME

The name of the limited liability company shall be CANGRO, LLC ("Company").

# ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be c/o Lisa Cannon, 17400 SW 180<sup>th</sup> Avenue, Miami, Fiorida 33173.

# ARTICLE III - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved in accordance with regulations adopted by the members of the Company.

#### <u>ARTICLE IV - REGISTERED OFFICE AND AGENT</u>

The name and street address of the registered agent of the Company in the State of Florida is Harold J. Turk, Esquire 1426 Brickell Avenue, Suite 206, Miami, Florida 33131.

#### ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash, property or services as the Company shall require.

# ARTICLE VI - MANAGEMENT

The Company shall be managed by a manager, or managers in accordance with regulations adopted by the Members for the management of the business and affairs

of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

# ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company, except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all of the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

# <u>ARTICLE VIII - MANAGEMENT</u>

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and address of the members of the Company are:

Gary Gross, P.O. Box 330106, Miami, Florida 33233-0106 Louise Gross P.O Box 330106, Miami, Florida 33233-0106 Lisa A. Cannon, 17400 SW 180<sup>th</sup> Street, Miami, Florida 33173 Ruth Cannon, 17845 SW 174<sup>th</sup> Street, Miami, Florida 33173

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Mlamy Dade County, Florida on this day of March 2004.

Gary G/oss

# ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Cangro, LLC., as the registered agent of this limited liability Company, hereby consents to accept service of process for the above stated Company at the place designated in the articles of organization, and accepts the appointment as registered agent, and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

Harold J. Turk

Print Name: