

W04000022848

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.

(((H04000062871 3)))

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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 MAR 26 PM 1:31

FILED

LIMITED LIABILITY COMPANY

lofts on 27th, llc

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

W04-22848

Q

04 MAR 26 PM 4:09
DIVISION OF CORPORATIONS

RECEIVED

Electronic Filing Menu

Corporate Filing

Public Access Help

H04000062871

5

**ARTICLES OF ORGANIZATION FOR
LOFTS ON 27TH, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is:

LOFTS ON 27TH, LLC

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company in the State of Florida is **7950 NW 155 Street, Suite 104, Miami Lakes, Florida 33016**. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE III - Duration

This Limited Liability Company is to exist perpetually. The remaining members may vote to continue the Limited Liability Company's business 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 - Management

The Limited Liability Company initially is to be managed by a managing member and the name and address is:

Name

Delgado Brothers Real Estate Development, Inc.

Address

7950 NW 155 Street, Suite 104
Miami Lakes, Florida 33016

FILED
MAY 1 10 30 AM '04
TALLAHASSEE, FLORIDA

H04000062871

ARTICLE V - Membership

Initially, the Limited Liability Company shall have two members. The name and address is:

<u>Name</u>	<u>Address</u>
Delgado Brothers Real Estate Development, Inc.	7950 NW 155 Street, Suite 104 Miami Lakes, Florida 33016
Power One Real Estate Development, LLC.	7900 NW 155 Street, Suite 201 Miami Lakes, Florida 33016

All memberships shall be payable in cash, notes or other property at a valuation to be fixed by the Board of Managers at a meeting called for that purpose. Property may be purchased or paid for with memberships at a just valuation to be fixed by the Board of Managers. The members by unanimous vote may sell further memberships as they deem necessary at a price to be determined in their discretion. Any new membership interests shall reduce the existing percentages pro-rata. However, whenever new membership interests are sold the existing members shall have preemptive rights.

ARTICLE VI - Admission of Additional Members

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be set forth in the Regulations adopted by the members.

ARTICLE VII - Members Rights to Continue Business

The right, if given, of the remaining members of the Limited Liability Company to continue the business (on 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) shall be set forth in the Regulations adopted by the members.

ARTICLE VIII - Initial and Authorized Capital

The amount of capital with which this Limited Liability Company will begin business is not less than \$100.00 to be contributed as set out in Article V. The authorized capital shall be \$10,000,000.00, but may be increased by amending these articles as provided in Article IX.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAR 24 PM 1:31
FILED

Florida, has named Oscar J. Delgado, as its Agent 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.



Oscar Delgado
Registered Agent

March 23, 2004
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 MAR 24 PM 1:33

FILED

ARTICLE IX - Amendment

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved at a members' meeting by a unanimous vote of the membership entitled to vote thereon, unless all the managers and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Organization be made.

ARTICLE X - Registered Office and Registered Agent

That LOFTS ON 27TH, L.L.C., 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 Oscar Delgado as its Registered Agent, to accept services within the State. The street address of the registered office of the Limited Liability Company shall be 7950 NW 155 Street, Suite 104, Miami Lakes, Florida 33016.

IN WITNESS WHEREOF, the hand and seal of the members in Miami-Dade County,

State of Florida, this 23 day of March, 2004.

Lofts on 27th, L.L.C.

By: 
Oscar Delgado, on behalf of Delgado Brothers Real Estate Development, Inc., its managing member

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 24 2004 11:30

FILED

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

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

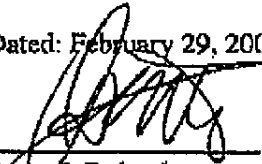
FIRST: That Lofts on 27th, L.L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of

H04000062871

Assignment of Contract

I, Oscar J. Delgado, do hereby assign all of my interest in the contract and my escrow deposits in the purchase of "The Lofts in the Grove" nineteen unit condominium project located at Bird Avenue and 27th Avenue in Miami, Fl. to my related limited liability company: Lofts on 27th, LLC.

Dated: February 29, 2004


Oscar J. Delgado

FILED
04 MAR 26 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H04000062871