

Division of Corporations

LO4 000026134

Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS
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LIMITED LIABILITY COMPANY

Cedar West Parc, L.L.C.

Certificate of Status	1
Certified Copy	1
Page Count	04
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**ARTICLES OF ORGANIZATION OF
CEDAR WEST PARC, L.L.C.**

The undersigned Member to these Articles of Organization hereby forms a Limited Liability Company under the laws of the State of Florida in accordance with Florida Statutes Chapter 608.

ARTICLE I

Name

The name of the Limited Liability Company is:

CEDAR WEST PARC, L.L.C.

ARTICLE II

Terms of Existence

This Limited Liability Company shall have perpetual existence.

ARTICLE III

Nature of Business and Powers

The general nature of the business to be transacted by the Limited Liability Company is to engage in any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Address

The mailing address and street address of the principal office of the Limited Liability Company is:

1569 N.W. 82nd Avenue
Miami, FL 33126

ARTICLE V

Registered Agent, Registered Office, & Registered Agent's Signature:

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

JAXI C.M.D., L.L.C.
1569 N. W. 82nd Avenue
Miami, FL 33126

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 as provided for in Chapter 608, F.S.

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Registered Agent Signature

**ARTICLE VI
Management**

The Limited Liability Company is to be Managed by one or more managers, and is therefore a manager managed company.

The Manager shall be: JAXI C.M.D., L.L.C.
1569 N. W. 82nd Avenue
Miami, FL 33126

In the event of the death, disability, resignation or any other event, which renders a Manager unable to continue management of the Company, operation of the Company shall be vested in the Members until a replacement manager is designated pursuant to the provision of the LLC Regulations.

**ARTICLE VII
Amendment**

This Limited Liability Company reserves the right, to amend or repeal any provisions contained in these Article of Organization or any Amendment to them, and any right conferred upon the Members is subject to reservation.

In accordance with section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned, as Members, have executed the foregoing Article of Organization this 05 day of April, 2004.

JAXI CMD. L.L.C., as Manager

BY: 

Eduardo Caballero, Manager

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE OF
CEDAR WEST PARC, L.L.C.**

Pursuant to Sections 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered office and registered agent in the state of Florida:

The name of the Limited Liability Company is:

CEDAR WEST PARC, L.L.C.

The name and Florida street address of the registered agent is:

JAXI C.M.D., L.L.C.
1569 N.W. 82nd Avenue
Miami, FL 33126

Having been named as registered agent 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 the obligations of my position as registered agent.

JAXI CMD, L.L.C. as Manager

BY:


Eduardo Caballero, Manager

Date: 04-05-04

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