

Sent by: STEARNS WEAVER

Division of Corporations

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.

((H04000118580 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 : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002804  
Phone : (305) 789-3200  
Fax Number : (305) 789-3395

LIMITED LIABILITY COMPANY

BankAtlantic Commercial Mortgage Capital, LLC

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$160.00

Electronic Filing Menu

Corporate Filing

Public Access Help

RECEIVED  
04 JUN -3 PM 12:40  
DIVISION OF CORPORATION

6-404

H04000118580 3



OFFICE OF FINANCIAL REGULATION

DON B. SAXON  
DIRECTOR

FINANCIAL SERVICES  
COMMISSION

JEB BUSH  
GOVERNOR

TOM GALLAGHER  
CHIEF FINANCIAL OFFICER

CHARLIE CRIET  
ATTORNEY GENERAL

CHARLES BRONSON  
COMMISSIONER OF  
AGRICULTURE

March 11, 2004

Stuart D. Ames, Esquire  
Stearns Weaver Miller Weissler Alhadeff & Sitterson, PA  
Museum Tower  
180 West Flagler Street  
Miami, Florida 33130

Re: BankAtlantic Commercial Mortgage Capital, LLC

Dear Mr. Ames:

Reference is made to your recent letter/fax requesting approval of the above-referenced name which will be a mortgage company affiliated with BankAtlantic, a federal savings association, located in Ft. Lauderdale, Florida.

Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name. Therefore, the Financial Institutions office will not object to the use of the above name being registered to transact business in the state of Florida. However, this does not give one the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,

*Linda B. Charity*

Linda B. Charity  
Deputy Director  
Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings  
Division of Corporations, Secretary of State's Office

William T. Sims, Division of Finance Regulation  
Bureau of Finance Regulation

04 JUN -3 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AND  
FILED

H04000118580 3

**ARTICLES OF ORGANIZATION**  
**OF**  
**BANKATLANTIC COMMERCIAL MORTGAGE CAPITAL, LLC**

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

**ARTICLE I**  
**NAME**

The name of the limited liability company is BankAtlantic Commercial Mortgage Capital, LLC (the "Company").

**ARTICLE II**  
**ADDRESS**

The mailing address and street address of the principal office of the Company is 980 North Federal Highway, Suite 400, Boca Raton, Florida 33432.

**ARTICLE III**  
**DURATION**

The period of duration for the Company shall be perpetual.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT AND ADDRESS**

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

<u>Name</u>	<u>Address</u>
Michael Comparato	980 North Federal Highway Suite 400 Boca Raton, Florida 33432

Filed by: J. Garstenfeld, Corp. Legal Asst.  
Stearns Weaver Miller Weissler, et al  
150 West Flagler Street, Suite 2200  
Miami, Florida 33130  
T: 305-789-3545/F: 305-789-3395

H04000118580 3

04 JUL - 2 AM 10:19  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

H04000118580 3

**ARTICLE V  
MANAGEMENT**

The Company is to be manager-managed limited liability company.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of  
Organization for the foregoing uses and purposes this 3<sup>rd</sup> day of June, 2004.



Stuart D. Ames  
Authorized Representative of Members

04 JUN -3 PM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

FILED

H04000118580 3

H04000118580 3

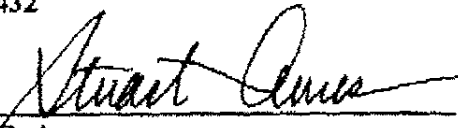
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Company is BankAtlantic Commercial Mortgage Capital, LLC.
2. The name and street address of the registered agent and office are:

Michael Comparato  
980 North Federal Highway, Suite 400  
Boca Raton, Florida 33432

Dated: June 3, 2004

  
Stuart D. Ames  
Authorized Representative of Members

**REGISTERED AGENT'S ACCEPTANCE**

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, the undersigned hereby 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: June 3, 2004

Michael Comparato, Registered Agent

04 JUN -3 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

H04000118580 3

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

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Company is BankAtlantic Commercial Mortgage Capital, LLC.
2. The name and street address of the registered agent and office are:

Michael Comparato  
980 North Federal Highway, Suite 400  
Boca Raton, Florida 33432


Dated: June 3, 2004

  
Stuart D. Ames  
Authorized Representative of Members

**REGISTERED AGENT'S ACCEPTANCE**

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, the undersigned hereby 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 its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: June 3, 2004

  
Michael Comparato, Registered Agent