

L04060048607

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

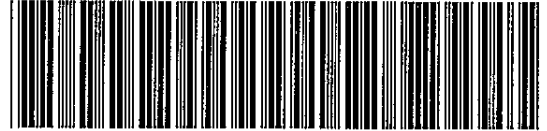
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300038228603

FILED
04 JUN 29 PM 1:55
TALLAHASSEE, FLORIDA
STATE
TALLAHASSEE, FLORIDA

RECEIVED
04 JUN 29 PM 12:40
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
STATE
TALLAHASSEE, FLORIDA

Handwritten signature/initials



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 782682 4133D

AUTHORIZATION :

COST LIMIT : \$ 155.00

FILED
04 JUN 29 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 29, 2004

ORDER TIME : 11:03 AM

ORDER NO. : 782682-005

CUSTOMER NO: 4133D

CUSTOMER: Louise J. Allen
Stearns Weaver Miller
Weissler Alhadeff & Sitterson,
Suite 1900
200 East Broward Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: BUTTERS REAL ESTATE FUNDS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

FILED
04 JUN 29 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
BUTTERS REAL ESTATE FUNDS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes (1995) Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company shall be Butters Real Estate Funds, LLC (the "Company"). The principal place of business and mailing address of the Company in Florida shall be 1096 East Newport Center Drive, Suite 100, Deerfield Beach, FL 33442.

ARTICLE II

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 the laws of the State of Florida.

ARTICLE III

PURPOSES AND POWERS

The Company is organized to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida to carry on any lawful business and to do any and everything necessary, suitable, convenient or proper for the accomplishment of, or incidental to, any or all of the purposes and objects hereinbefore enumerated.

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 is:

Name

Address

Malcolm Butters

1096 East Newport Center Drive,
Suite 100,
Deerfield Beach, FL 33442

ARTICLE V

ADMISSION OF NEW MEMBERS

The addition of a new member to the Company shall be governed by the Operating Agreement.

ARTICLE VI

MANAGEMENT

The Company is a member managed.

ARTICLE VIII

VOTING RIGHTS

Each member's vote shall be governed by the Operating Agreement of the Company.

ARTICLE IX

AMENDMENTS

The Articles of Organization of this limited liability company may only be amended as provided in the Operating Agreement.

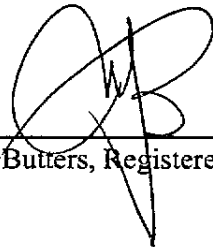
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 24 day of June, 2004.



Malcolm Butters, Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for BUTTERS REALTY & MANAGEMENT, LLC at the place designated in the Articles of Organization, I hereby accept the appointment as registered agent Florida Statutes, 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.



Malcolm Butters, Registered Agent

I:\W-CO\33585\136\Art Org-Butters Real Estate Funds, LLC.wpd