

Nov. 4. 2004 11:33AM

1415 Page 1/31

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Florida Department of State

Division of Corporations

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2004 NOV -4 P 12:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : GERALD WEINBERG, P.C.

Account Number : I20030000043

Phone : (800)342-9856

Fax Number : (800)354-3381

LIMITED LIABILITY COMPANY

MAILIS, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

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(H04000220382 3)

2004 NOV -4 P 12:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

MAILIS, LLC

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

C/O SCOTT ROSS & ASSOCIATES, LLC
1825 MAIN STREET, SUITE 105
WESTON, FLORIDA 33326

SAME

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

SCOTT ROSS

Name

1825 MAIN STREET, SUITE 105

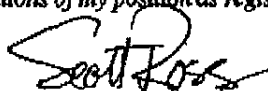
Florida street address (P.O. Box NOT acceptable)

WESTON, FLORIDA 33326

FL

City, State, and Zip

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.



Registered Agent's Signature

ARTICLE IV: Purpose:

The sole purpose of the Company is to acquire, own, hold, maintain the real property located at 3700 Collins Avenue, Miami Beach, Florida (the "Property"), and develop, market and sell off the real estate project known as Ocean Grande located at the Property, together with such other activities as may be necessary or advisable in connection with the ownership of the Property and the development, marketing and sale of the Project. The Company shall not engage in any business, and it shall have no purpose, unrelated to the Property and project and shall not acquire any real property or own assets other than those related to the Property and/or otherwise in furtherance of the limited purposes of the Company.

(H04000220382 3)

Nov. 4. 2004 11:33AM

No. 1415 P. 3/3

(H04000220382 3)

FILED

ARTICLE V- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

2004 NOV -4 P 12:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

SCOTT ROSS & ASSOCIATES, LLC

1825 MAIN STREET, SUITE 105

WESTON, FLORIDA 33326

MGR

MICHAEL MAILIS

C/O SCOTT ROSS & ASSOCIATES, LLC

1825 MAIN STREET, SUITE 105

WESTON, FLORIDA 33326

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:


Signature of a member or an authorized representative of a member.

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

KATHERINE E. MITCHELL, AUTH REP.
Typed or printed name of signer

(H04000220382 3)