

L04000082870

Florida Department of State FILED

Division of Corporations

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Account Name : EMPIRE CORPORATE KIT COMPANY

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LIMITED LIABILITY COMPANY

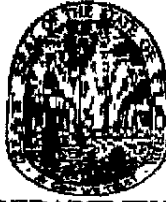
lcl premier parking, l.l.c.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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NOV 15 AM 10:26
STATE OF FLORIDA
TALLAHASSEE

November 12, 2004

EMPIRE

SUBJECT: LCL PREMIER PARKING, L.L.C.
REF: W04000041459

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

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STATE OF FLORIDA
TALLAHASSEE

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

NOV 15 A 9:26

The address of this Limited Liability Company's principal office is 5099 NW 7th Street,
Suite 802, Miami, Florida 33126.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Limited Liability Company is Carlos Oñate. The street address of the initial registered office of this Limited Liability Company in the State of Florida is 5099 NW 7th Street, Suite 802, Miami, Florida 33126.

ARTICLE VI

CAPITAL

The initial capital of the Limited Liability Company is \$ 5,000, which shall be paid entirely in cash.

ARTICLE VII

ADMISSION OF NEW MEMBERS

The admission of new Members shall be solely by majority agreement of the existing Members.

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ARTICLE VIII

DISSOLUTION; WINDING UP; LIQUIDATION

A. Dissolution. The Limited Liability Company shall be dissolved on the happening

of any of the following events:

1. Termination of the term specified herein.
2. Withdrawal, retirement, death or expulsion of any Member.
3. Dissolution or bankruptcy of any Member who is an entity.
4. Agreement of the Members.
5. Upon one (1) year prior written notice of demand for dissolution given by a Member.

B. Right to Continue Business. The remaining Members of the Limited Liability Company shall have the right to continue the business upon the dissolution of the Limited Liability Company, or occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company if there is the consent of all of the remaining Members.

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ARTICLE IX

MANAGEMENT

NOV 15 11:15 AM
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

The Limited Liability Company shall be managed by its Members whose respective names and addresses are listed below:

	<u>Capital</u>
Carlos Oñate 5099 NW 7 th Street, #802 Miami, Florida 33126	\$ 100.00
Lorenzo Arca 5099 NW 7 th Street, #802 Miami, Florida 33126	\$ 2,450.00
Luis Bay 5099 NW 7 th Street, #802 Miami, Florida 33126	\$ 2,450.00

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CLERK OF DISTRICT COURT
1301 N. FLORIDA

ARTICLE X

RESTRICTION ON TRANSFER

No Member may transfer or assign his interest in the Limited Liability Company except upon majority consent of the existing Members.

ARTICLE XI

AMENDMENT OF REGULATIONS

The power to adopt, alter, amend or repeal the Regulations of this Limited Liability Company shall be vested in the Members of the Company.

ARTICLE XII

MEMBERS

The names and addresses of the Members executing these Articles of Organization are as follows:

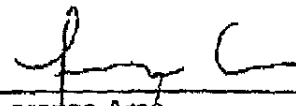
Carlos Oñate
5099 NW 7th Street, #802
Miami, Florida 33126

Lorenzo Arca
5099 NW 7th Street, #802
Miami, Florida 33126

Luis Bay
5099 NW 7th Street, #802
Miami, Florida 33126

IN WITNESS WHEREOF, the undersigned incorporator have hereunto set their hands

and seals this 3rd day of November, 2004


Lorenzo Arca
Member

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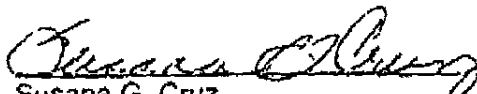
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NOTARY PUBLIC, STATE OF FLORIDA

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 3rd day of November, 2004, by Lorenzo Arca, who is personally known to me and who did not take an oath.


Susana G. Cruz
NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires:



Susana G. Cruz
My Commission D0150020
Expires October 30 2008

H41000224214

FIRST, that LCL Premier Parking, LLC., desiring to organize or qualify under **FILED**the laws of the State of Florida with its principal office, as indicated in the Articles
of Organization at the City of Miami, County of Dade, State of Florida, hasnamed Carlos Oñate, Located at 5099 NW 7th Street, #802, city of Miami, State

of Florida, as its agent to accept service of process within this state.

Signature

Lorenzo Arca, Member

Having been named to accept service of process for the above stated

Limited Liability Company, at place designated in this certificate, I hereby accept

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.

Signature:

Carlos Oñate, Resident Agent

Date:

11-7-04

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