

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.

(((H04000237732 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 : LAZARUS CORPORATE FILING SERVICE, INC.
Account Number : I200000000019
Phone : (305) 552-5973
Fax Number : (305) 220-1440

LIMITED LIABILITY COMPANY

FEDER INVESTOR LLC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 DEC -7 AM 8:12

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

DEC-07-04 TUE 06:20 PM
850-205-0381

FAX: 12/6/2004 1:20 PAGE 001/001 Florida Dept of State

PAGE 2



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

Florida Dept of State

December 6, 2004

LAZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: FEDER INVESTOR LLC
REF: W04000044137

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

Both times you have sent your document, the pages have arrived superimposed and illegibly distorted. Please try faxing your document again.

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) 245-6958.

Lee Rivers
Document Specialist

FAX Aud. #: H04000237732
Letter Number: 604A00068114

RECEIVED
04 DEC -7 AM 7:58
DIVISION OF CORPORATION

FILED
2004 DEC -7 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 0 4 0 0 0 2 3 7 7 3 2

ARTICLE OF ORGANIZATION

OF

Feder Investor LLC

The undersigned hereby subscribes to these Articles of Organization for a Limited Liability Company under the Laws of the State of Florida.

ARTICLE I

The name of this limited liability company is:

Feder Investor LLC

ARTICLE II

The mailing address of the principal office of this limited liability company shall be 7955 NW 12 Street Suite 400 Miami, FL 33126 and such other place or places as the members from time to time may determine.

The name and address of the initial registered agent is:

Beni Marcu Toledo

7955 NW 12 Street
Suite 400
Miami, FL 33126

ARTICLE III

The period of duration for the limited liability Company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida. The date of existence shall begin upon the filing of these Articles of Organization and upon acceptance by the Secretary of State. This limited liability company may engage in any activity or business permitted under the laws of the United States and the laws of the State of Florida. Without limiting any of the purposes, powers and objects of this limited liability company it is expressly declared and provided that this limited liability company shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of its objects, to make and perform contracts of any kind and description and to do any and all other acts, to exercise any and all powers either as principal, agent or broker, conferred by the laws of Florida upon limited liability companies, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

H 0 4 0 0 0 2 3 7 7 3 2

FILED
2004 DEC -7 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 0 4 0 0 0 2 3 7 7 3 2

ARTICLE IV

The Limited Liability Company shall be managed by the members with voting power prorata to their interest. The right and duties of the members shall be set forth in the regulations of this limited liability company, which are incorporated herein by reference.

The names and addresses of the initial members of this limited liability company are:

Beni Marcu Toledo
7955 NW 12 Street
Suite 400
Miami, FL 33126

The name and address of the managing member is:

Beni Marcu Toledo
7955 NW 12 Street
Suite 400
Miami, FL 33126

FILED
2004 DEC -7 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

In the event of withdrawal, retirement, bankruptcy or dissolution of a member, or the occurrence of any other event, which terminates the continued membership of a member, this limited liability company shall remain in existence and continue in business pursuant to the applicable provisions of the regulation.

ARTICLE VI

The members of the limited liability Company shall adopt regulations containing all provisions for the regulation and management of this company, which shall be consistent with the law or these articles.

H 0 4 0 0 0 2 3 7 7 3 2

H 0 4 0 0 0 2 3 7 7 3 2

ARTICLE VII

A member's interest in this limited liability company may be transferred only with the unanimous written consent of all remaining members if the transferee intends to become a member.

ARTICLE VIII

These articles may be amended at any time by the unanimous consent of the members as deemed appropriate to facilitate the accomplishment of the purpose of the limited liability Company, and the amendment shall be executed and duly filed with the Florida Department of State.

The undersigned authorized Representatives Beni Investor LLC and Beni Marcu Toledo Depos and says:

The above named limited liability Company has one member.

Beni Marcu Toledo
Name of Authorized Representative of Member

[Signature]
Signature of Authorized Representative of Member

FILED
2004 DEC -7 AM 8 42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 0 4 0 0 0 2 3 7 7 3 2

H 0 4 0 0 0 2 3 7 7 3 2

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS
THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the limited liability company is:

Fedor Investor LLC

The name and address of the registered agent and office is:

Beni Marcu Toledo
7955 NW 12 Street
Suite 400
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.



Signature of Registered Agent



Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 DEC -7 AM 8:42

FILED

H 0 4 0 0 0 2 3 7 7 3 2