

L 050000012797

Division of Corporations

https://efile.sunbiz.org/scripts/efilcovr.exe

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.

((H05000031177 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 : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FILED
2005 FEB - 7 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

First Miami Properties, LLC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

02/08/05

RECEIVED
05 FEB - 7 PM 3:06
DIVISION OF CORPORATIONS

Electronic Filing Menu Corporate Filing Public Access Help

150

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following articles shall serve as the Charter and authority for the conduct of the business of the limited liability company.

ARTICLE I

The name of the Limited Liability Company shall be First Miami Properties, LLC., and its principle place of office shall be located at 17070 Collins Avenue, Suite 267, Sunny Isle Beach, State of Florida, 33160, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

In addition to the powers authorized by Laws of the State of Florida for limited liability companies, the general nature of the business to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 FEB - 7 AM 9:53

FILED

permitted by law, while acting as an agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance to it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of the limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any other of the purposes or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers set forth in these Articles, either alone or in association with others incidental or others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or interference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of this limited liability company by unanimous vote of the members of the limited liability company.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 FEB -7 AM 9:53

FILED

**ARTICLE V
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of time of admission to the limited liability company.

A members interest, in the limited liability company may not be sold or otherwise transferred except with unanimous consent of all members.

On the death, retirement, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE VI
CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$1000.00 cash shall be paid to the limited liability company. Additional contributions will be made as required by the members.

**ARTICLE VII
PROFITS AND LOSSES**

The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits.

**ARTICLE VIII
REGISTERED AGENT NAME AND ADDRESS**

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

Ira L. Kahn
2514 Hollywood Blvd, Suite 300
Hollywood, FL 33020

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..

2005 FEB -7 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ira L. Kahn, Registered Agent

The foregoing instrument was acknowledged before me this 1 day February, 2005, by Ira L. Kahn, agent on behalf of First Miami Properties, LLC. He is personally known to me ☒ or has produced _____, as identification.



Grace L. Cosentino
NOTARY PUBLIC, STATE OF FLORIDA

ARTICLE IX MANAGEMENT

Management of this limited liability company is reserved to its members whose names and addresses are as follows: Maurice Wolf, 17070 Collins Ave., Suite 267, Sunny Isle Beach, Fl. 33160; Robert Wolf, 17070 Collins Ave., Suite 267, Sunny Isle Beach, Fl. 33160.

In compliance with Florida Statute 608.407(2), the undersigned members or authorized representative of a member of First Miami Properties, LLC, deposes and says:

5. The Limited Liability Company identified above has a least two members.
6. The total amount of cash contributed by the members is \$500.00.

Maurice Wolf
Maurice Wolf.
Robert Wolf, Vice

The foregoing instrument was acknowledged before me this 1 day February, 2005 by Maurice Wolf and Robert Wolf, members, on behalf of First Miami Properties, LLC., a limited liability company. They are personally known to me ☒ or have produced _____ as identification.

NOTARY PUBLIC, STATE OF FLORIDA



Ira L. Kahn
Commission #DD238957
Expires: Sep 17, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
2005 FEB - 7 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA