Division of Corporations

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Division of Corporations

Fax Number : (850) 205-0383

From:

: EMPIRE CORPORATE KIT COMPANY Account Name

Account Number: 072450003255 Phone : (305)634~3694

: (305)633~9696 Fax Number

LIMITED LIABILITY COMPANY

roeyam development, Ilc

Certificate of Status Certified Copy 1 Page Count

Estimated Charge \$155.00



FLORIDA DEPARTMENT OF STATE Glenda E: Hood Secretary of State

March 11, 2005

EMPIRE

SUBJECT: ROEYAM DEVELOPMENT, LLC

REF: W05000012649

We redeived 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?

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NISION OF CORPORATION

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

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY OF ROEYAM DEVELOPMENT, LLC.

ARTICLE I Name:

The name of the Limited Liability Company is:

ROEYAM DEVELOPMENT, LLC.

ARTICLE II Address:

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

18851 NE 29th Avenue, Ste 900 Aventura, FL 33180

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature: The name and the Florida Street Address of the registered agent are:

> Leonardo A. Roth, Esq. c/o Roth, Rousso, Katsman & Schneider, LLP. 18851 NE 29th Avenue, Ste 900 Aventura, FL 33180

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 1882, F.S.

Registered Agents's Signature

ARTICLE IV Management: (Check box if applicable)

x The Limited Liability Company is to be managed by the MANAGERS and the managers are

Leonardo A. Roth:

Judah Benlolo:

2.

18851 NE 29th Avenue, Ste 900, Aventura, FL 33180

1885L, NE 29th Avenue, Ste 900, Aventura, FL 33180

(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)

> Leonardo A. Roth Typed or printed name of signee

MANDOU