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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 268002 11758A

AUTHORIZATION :

Patricia Piquito

COST LIMIT : \$ 155.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 21, 2005

ORDER TIME : 10:33 AM

ORDER NO. : 268002-005

CUSTOMER NO: 11758A

CUSTOMER: Jeffrey S. Wachs, Esq
Doumar Allsworth Cross
Laystrom Perloff Voigt Wachs M
1177 Southeast Third Avenue

Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: SWISS MORTGAGE BANKER, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 21, 2005

SARA LEA
CSC
TALLAHASSEE, FL

SUBJECT: SWISS MORTGAGE BANKER, L.L.C.
Ref. Number: W05000014553

We have received your document for SWISS MORTGAGE BANKER, L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Regulation, resubmit the document and the approval letter to the Division of Corporations for filing.

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 505A00019128

*Resubmit
approval letter
attached*

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TALLAHASSEE, FLORIDA

APR 21 PM 4:34
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



OFFICE OF FINANCIAL REGULATION

DON B. SAXON
COMMISSIONER

FINANCIAL SERVICES
COMMISSION

JEB BUSH
GOVERNOR

TOM GALLAGHER
CHIEF FINANCIAL OFFICER

CHARLIE CRIST
ATTORNEY GENERAL

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

March 28, 2005

Ms. Sara Lea
Certified Customer Service Associate
Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

Dear Ms. Lea:

Re: Swiss Mortgage Banker, LLC

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company.

The Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida. However, this does not give one the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,

Linda B. Charity
Director
Division of Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings,
Division of Corporations, Secretary of State's Office

William T. Sims, Bureau of Finance Regulation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

SWISS MORTGAGE BANKER, L.L.C.

FILED
05 MAR 21 PM 3:43
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned initial members of SWISS MORTGAGE BANKER L.L.C., a Florida limited liability company formed hereunder (the "Company"), hereby form a limited liability company under the laws of the State of Florida.

ARTICLE I. COMPANY NAME

The name of this Company is: SWISS MORTGAGE BANKER, L.L.C.

ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence on March 21, 2005, and shall continue until December 31, 2055, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

ARTICLE III. MAILING ADDRESS OF COMPANY

The initial mailing address of this Company is:

17150 Arvida Parkway
Suite 2
Weston, Florida 33326

Such mailing address may also be revised to such locations within the State of Florida and may be determined by the unanimous vote of the voting members of the Company.

ARTICLE IV. STREET ADDRESS OF COMPANY

The initial street address of the principal office of the Company is:

17150 Arvida Parkway
Suite 2
Weston, Florida 33326

Such street address may also be revised to such locations within the State of Florida and may be determined by the unanimous vote of the voting members of the Company.

ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The initial registered agent and the street address of the initial registered agent of this Company in the State of Florida shall be:

Jeffrey S. Wachs, Esq.
1177 S.E. 3rd Avenue
Fort Lauderdale, Florida 33316

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the unanimous vote of all voting members of the Company at a duly called meeting of the voting members or by written consent of all voting members of the Company.

ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the unanimous vote of all voting members of the Company, (excluding the member seeking to transfer his interest in the Company), which vote is taken at a duly called meeting of the voting members or by written consent of all voting members of the Company.

ARTICLE VIII. DISSOLUTION OF COMPANY

Upon the death, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the Regulations of the Company, the Company shall be dissolved unless the surviving voting members elect to continue the Company upon the unanimous vote of all the voting members of Company which vote is taken at a duly called meeting of the voting members or by written consent of all voting members of the Company.

ARTICLE IX. MANAGEMENT OF THE COMPANY

The Company shall be managed by the individuals whose names are set forth below:

Albert Alexander Yokana
17150 Arvida Parkway
Suite 2
Weston, Florida 33326

Jorge Hernan Llano
17150 Arvida Parkway
Suite 2
Weston, Florida 33326

Crisanto Garzon
17150 Arvida Parkway
Suite 2
Weston, Florida 33326

Jairo Hernando Vela
17150 Arvida Parkway
Suite 2
Weston, Florida 33326

Jorge Hernan Maldonado
17150 Arvida Parkway
Suite 2
Weston, Florida 33326

ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations then in existence.

ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the unanimous vote of all the voting members of the Company which vote is taken at a duly called meeting of the voting members or by written consent of all the voting members of the Company.

ARTICLE XII. AMENDMENT OF REGULATIONS

Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the unanimous vote of all the voting members of the Company which vote is taken at a duly called meeting of the voting members or by written consent of all the voting members of the Company.

IN WITNESS WHEREOF, the undersigned initial members have executed the foregoing Articles of Organization as of this 16th day of MARCH, 2005.

INITIAL MEMBER(S):

By: 

ALBERT ALEXANDER YOKANA,
INITIAL MEMBER

By: 

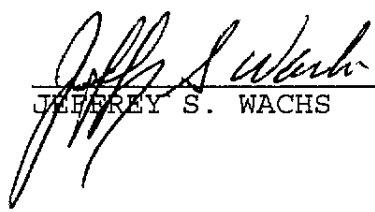
JORGE HERNAN MALDONADO,
INITIAL MEMBER

CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Limited Liability Company Act:

Having been appointed registered agent of SWISS MORTGAGE BANKER, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

Dated: MARCH 16, 2005



JEFFREY S. WACHS