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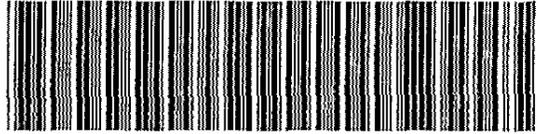
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CORPORATION NAME (S) AND DOCUMENT NUMBER (S)

13th Floor Investments, LLC

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Retrieval Request

- Photocopy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**ARTICLES OF ORGANIZATION
OF
13th FLOOR INVESTMENTS, LLC**

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The undersigned member, for the purpose of forming a limited liability company under Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company shall be 13TH FLOOR INVESTMENTS, LLC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal place of business of the limited liability company shall be 9200 S. Dadeland Blvd., Suite 412, Miami, FL 33156, and the mailing address of the limited liability company shall be 9200 S. Dadeland Blvd., Suite 412, Miami, FL 33156.

**ARTICLE III
PURPOSE**

The purpose for which this Limited Liability Company is organized is:

Any and all lawful business.

**ARTICLE IV
REGISTERED AGENT**

The name and Florida street address of the initial registered agent is:

Arnaud P. Karsenti
13627 Deering Bay Drive
Unit #1003
Coral Gables, FL 33158

**ARTICLE IV
MANAGEMENT**

The limited liability company shall be managed by the members. The name(s) and address(es) of the managing member(s)/manager(s) are:

Arnaud P. Karsenti
13627 Deering Bay Drive
Unit #1003
Coral Gables, FL 33158

Rebecca Karsenti
13627 Deering Bay Drive
Unit #1003
Coral Gables, FL 33158

AFFIRMATION OF MEMBER

I, Arnaud P. Karsenti, am a member of the limited liability company formed by these Articles of Organization, and I hereby affirm and certify under penalty of perjury that the facts contained herein are true.



Arnaud P. Karsenti, Manager Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as a 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.



Arnaud P. Karsenti, Registered Agent
May 4, 2005