

LOS 0000 55011

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

WOS-24560



900053814639

05/09/05--01063--015 \*\*80.00

06/02/05--01014--004 \*\*45.00

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

05 JUN -2 AM 11:11

FILED

Law Offices

*Stephen N. Rosenthal*

Mailing Address

20533 Biscayne Boulevard, #265

*Aventura, Florida 33180*

Downtown Office  
25 West Flagler Street  
Suite 1040  
Miami, Florida 33130

May 4, 2005

Telephone: (305) 931-1115

"Fax": (305) 931-1180

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of:  
Invesco Realty, L.L.C.

To Whom It May Concern:

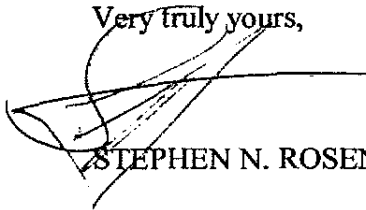
In connection with the above referenced matter, I am herewith enclosing an original and copies of the fully executed Articles of Incorporation for Invesco Realty, L.L.C.

I am also enclosing my check in the sum of \$80.00 to cover your filing fee, and should there be any overage, please keep same as a donation.

Further, I would appreciate your filing the enclosed Articles with your records and thereafter returning a filed stamped copy to my office in the self addressed stamped envelope.

Thank you for your courtesy and consideration.

Very truly yours,



STEPHEN N. ROSENTHAL

SNR:laa  
Encl.

FILED  
05 JUN -2 AM 11:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

May 16, 2005

STEPHEN W. ROSENTHAL  
20533 BISCAYNE BOULEVARD #265  
AVENTURA, FL 33180

SUBJECT: INVESCO REALTY, L.L.C.  
Ref. Number: W05000024560

We have received your document for INVESCO REALTY, L.L.C. and your check(s) totaling \$80.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a balance due of \$45.00.

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) 245-6097.

Marsha Thomas  
Document Specialist

Letter Number: 505A00034993

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 JUN -2 AM 11:11

FILED

**ARTICLES OF ORGANIZATION**  
**OF**  
**INVESCO REALTY, L.L.C.**  
**A Florida Limited Liability Company**

THE UNDERSIGNED, for the purpose of forming a limited liability company under Florida Limited Liability Company Act, adopts the following Article of Organization.

**ARTICLE ONE**  
**Name and Address**

The name of the company is INVESCO REALTY, L.L.C., and the street address of the principle of the company and mailing address of the company shall be: 5162 N.E. 6<sup>th</sup> Avenue, #319, Ft. Lauderdale, Florida 33334.

**ARTICLE TWO**  
**Duration**

The company shall commence its existence on the date of filing of the Articles of Organization with the Department of State of the State of Florida, and the duration of the company shall be perpetual.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 JUN -2 AM 11:11

FILED

**ARTICLE THREE**  
**Purpose**

The general purposes for which the company is organized are:

- A. To transact any lawful business for which limited companies are organized under the Florida Limited Liability Company Act.
- B. To do such other things as re incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

- C. To carry on and engage in the business of purchasing, selling, leasing, improving, managing, developing and investing in and to properties including any and all acts necessary and/or related thereto.
- D. To carry on and engage in any business or activity which may be authorized and permitted under and by virtue of the laws of the United States of America or the State of Florida.

ARTICLE FOUR  
Registered Office and Agent

The street address of the initial registered office of the Company is 5162 N.E. 6<sup>th</sup> Avenue, #319, Ft. Lauderdale, Florida 33334 and the name of its initial registered agent at such address is William Caro.

ARTICLE FIVE  
Admission of Additional Members

No additional members shall be admitted to the Company except with the unanimous consent of the members of the Company and upon such terms and conditions as determined by all the members.

ARTICLE SIX  
Termination of Existence

The Company shall not be dissolved upon the death, retirement, resignation, bankruptcy or dissolution of a member.

ARTICLE SEVEN  
Management

The Company is to be member managed by one member and is therefore a member managed company.

05 JUN -2 AM 11:11  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## ARTICLE EIGHT

### Voting

Except as otherwise provided in regulations adopted by the members, each member shall have one (1) vote. Decisions shall be made by majority vote.

## ARTICLE NINE

### Books and Records

The Manager shall keep, or cause to be kept, at the principal place of business of the Company true and correct books of account, in which shall be entered fully and accurately each and every transaction of the Company. The Company's taxable and fiscal years shall be the same as the taxable and fiscal years of the Members.

## ARTICLE TEN

### Distribution and Allocations

All distributions shall be paid to the member(s) commensurate with their ownership in the company.

## ARTICLE ELEVEN

### Limitation of Liability

Limited Liability except as otherwise provided by the Act, the debts, obligations and liabilities of the Company, whether arising in contract, tort or otherwise, shall be solely the debts, obligations and liabilities of the Company, and the Members shall not be obligated personally for any such debt, obligation or liability of the Company solely by reason of being Members. The failure of the Company to observe any formalities or requirements relating to the exercise of its powers or the management of its business or affairs under this Operating Agreement or the Act shall not be grounds for imposing personal liability on the Members.

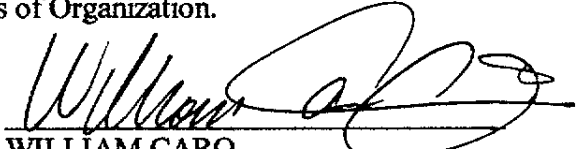
05 JUN -2 AM 11:11  
05 JUN -2 AM 11:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE TWELVE  
Regulations

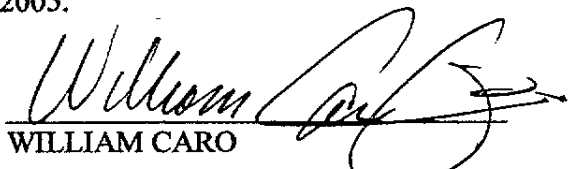
Except as otherwise provided in regulations adopted by, and any written agreement entered by the members, the members may, from time to time, by majority vote adopt or alter any of the regulations for the company.

05 JUN -2 AM 11:11  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, this Operating Agreement has been made and executed by the Members effective as of the date of filing the Articles of Organization.

  
WILLIAM CARO

IN WITNESS WHEREOF, the undersigned, as authorized representative of the members, has executed these Articles of Organization of INVESCO REALTY, L.L.C., of the State of Florida, on this 4 day of May, 2005.

  
WILLIAM CARO

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.

ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

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.

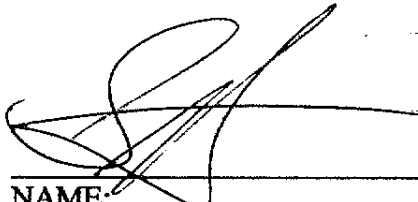
  
WILLIAM CARO

05 JUN -2  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA            )  
                                          )  
COUNTY OF BROWARD        )

BEFORE ME, the undersigned authority, personally appeared WILLIAM CARO who upon oath, acknowledged before me that they executed the foregoing ARTICLE OF ORGANIZATION of INVESCO REALTY, L.L.C., a Florida Limited Liability Company, voluntarily, and for the purpose therein expressed.

WITNESS my hand and seal, at Broward County and State aforesaid, this 4 day of May, 2005.

  
NAME: \_\_\_\_\_  
Notary Public, State of Florida  
Serial No. \_\_\_\_\_

