

L05000055066

(Requestor's Name)

Avant Construction, Inc  
2500 NW 107th Avenue  
Suite # 204  
Miami, FL 33172

(City/State/Zip/Phone #)

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**ARTICLES OF ORGANIZATION  
OF  
CORNFLOWER DEVELOPMENTS, L.L.C.**

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I – NAME**

The name of the limited liability company shall be Cornflower Developments, L.L.C. (The Company).

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the Company shall be 2500 NW 107th Avenue, Suite 204, Miami, FL 33172.

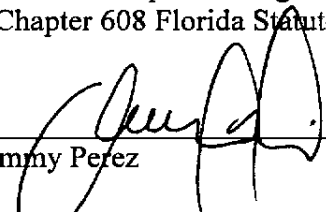
**ARTICLE III – DURATION**

The Company shall commence its existence on the day these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV – REGISTERED OFFICE AND AGENT**

The name and Florida street address of the registered agent is: JIMMY PEREZ, 2500 NW 107<sup>th</sup> Avenue, Suite 204, Miami, FL 33172.

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 the 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 Florida Statutes.

  
Jimmy Perez

**ARTICLE V – CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the majority vote of the members.

## ARTICLE VI – INITIAL MEMBERS/ADMISSION OF NEW MEMBERS

The initial members of the limited liability company are the **Pemi Group, a Florida partnership, and Terra del Sol Development (“Terra del Sol”) , LLC, a Florida limited liability company.**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all members. A member may transfer his/her/its interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## ARTICLE VII – CONTINUITY

The members will have the right to continue the Company upon the death, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any event which terminates the continued membership of a member in the Company (collectively withdrawal) as long as there is a remaining member, and the remaining member or members, agree to continue the Company by unanimous written consent after the withdrawal of a member.

## ARTICLE VIII – TERMINATION OF EXISTENCE

The limited liability company shall be dissolved at any time there are no members, provided, that if an individual who is a member dies, the members personal representative may exercise all of the member's rights for the purpose of settling the members estate; including any power the member had to give an assignee the right to become a member.

## ARTICLE IX – MANAGEMENT

The management of the limited liability company shall be managed by a manager who needs not be a member of the Company. The manager shall be appointed by a majority vote of the members. The initial manager shall be Frinee Mattesich, who shall serve until a successor is duly elected. The manager of the limited liability company shall have full power and authority by majority vote to conduct the business of the Company, including without limitation, the power and authority to sell, convey, encumber, manage, deal with and otherwise dispose of both real and personal property, enter into contracts of any nature on behalf of the Company, and open and close bank accounts as the authorized signer for the Company. The address of the initial manager is 2500 NW 107<sup>th</sup> Avenue, Suite 204, Miami, Fl 33172.


## ARTICLE X – LIABILITY OF MEMBERS

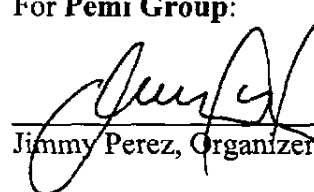
Members and managers of the limited liability company are not personally liable under a judgment, decree, or order of a court or in any other manner, for a debt obligation or liability of the Company.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at 2500 N.W. 107<sup>TH</sup> AVE. SUITE #204, MIAMI, FL. 33172 on this 23 day of MAY, 2005.

For Terra del Sol Development, LLC:

For Pemi Group:

  
Frinee Mattesich, Developer/Organizer

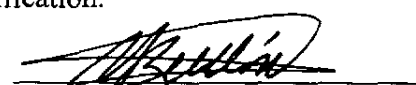
  
Jimmy Perez, Organizer

STATE OF FLORIDA  
COUNTY OF DADE

Sworn and subscribed before me this 23<sup>RD</sup> day of MAY, 2005, by FRINEE MATESICH who is personally known to me and/or has produced \_\_\_\_\_ as identification.



Nelly Y. Bullon  
My Commission DD259078  
Expires October 19, 2007


  
Notary Public - State of Florida  
Print Name Nelly Bullon

STATE OF FLORIDA  
COUNTY OF DADE

Sworn and subscribed before me this 23<sup>RD</sup> day of MAY, 2005, by JIMMY PEREZ who is personally known to me and/or has produced \_\_\_\_\_ as identification.



Nelly Y. Bullon  
My Commission DD259078  
Expires October 19, 2007

  
Notary Public - State of Florida  
Print Name Nelly Bullon