

W05000056982

Florida Department of State
Division of Corporations
Public Access System

(4)

Electronic Filing Cover Sheet

6/8

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000142863 3)))

MIN

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

RECEIVED

05 JUN -8 PM 3:52

DIVISION OF CORPORATIONS

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

cadiz properties, llc

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

05 JUN -8 PM 1:17

Prepared by:

Michael A. Curcio, Esq.
8181 N.W. 36 St., Ste. 27 C
Miami, FL 33166
Fla. Bar No. 198455
Tel. No. (305) 470-9335

(4)

HD5000142863

ARTICLES OF ORGANIZATION OF CADIZ PROPERTIES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company, hereafter referred to as "company", shall be:

CADIZ PROPERTIES, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 1411 Cadiz Avenue, Coral Gables, FL 33134.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed with the Florida Department of State. The company's existence shall be perpetual, unless the company is dissolved earlier, as provided in these articles of organization or in the operating agreement.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are: CARLOS R. BARDASANO, 1411 Cadiz Avenue, Coral Gables, FL 33134.

ARTICLE V - CONTRIBUTIONS

The contributions of the members may be in cash, property, services rendered, or a promissory note or other obligation to contribute cash or property or to perform services, as set forth in the operating agreement.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only upon the unanimous consent of all the members, or as provided in the operating agreement.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the operating agreement, no additional members shall be admitted to the company, except with the unanimous written consent of

1 MEM 1428103

the members and on such terms and conditions as shall be determined by the members. A member may transfer his or her interest in the company as provided in the operating agreement 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 of the members of the company, excluding the member proposing to dispose of his or her interest, approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the unanimous vote of the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager, in accordance with the operating agreement adopted by the members for the management of the business and affairs of the company. The operating agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company are:

CARLOS R. BARDASANO
1411 Cadiz Avenue
Coral Gables, FL 33134

In accordance with Sec. 608.409(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these articles of organization on the 8th day of June, 2005.



CARLOS R. BARDASANO

H05000142863

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE OF
CADIZ PROPERTIES, LLC

Under the provisions of Secs. 608.415 or 608.507, Fla. Stat., CADIZ PROPERTIES, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is:

CADIZ PROPERTIES, LLC

2. The name and street address of the registered agent in Florida are:

CARLOS R. BARDASANO
1411 Cadiz Avenue
Coral Gables, FL 33134

The undersigned, being the person named in the articles of organization of CADIZ PROPERTIES, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, accepts the appointment as registered agent, and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with, and accepts, the obligations of the position of registered agent, as provided for in Chapter 608, Florida Statutes.



CARLOS R. BARDASANO,
Registered Agent

H05000142863