

JUL-22-2005 FRI 01:46 PM Shutts and Bowen
Division of Corporations

FAX NO. 3053819982

Page 1 of 1

L05000072700

Florida Department of State
Division of Corporations
Public Access System

2005 JUL 22 A 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Cover Sheet

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.

(((H05000176969 3)))

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

To:

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

From:

Account Name : SHUTTS & BOWEN, LLP
Account Number : 076447000313
Phone : (305) 358-6300
Fax Number : (305) 381-9982

RECEIVED
05 JUL 22 PM 2:04
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

South of Fifth Miami Beach, LLC

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$160.00

AL

Electronic Filing Menu

Corporate Filing

Public Access Help

FILED
H05000176969 3

2005 JUL 22 A 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
SOUTH OF FIFTH MIAMI BEACH, LLC**

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

ARTICLE I - NAME

The name of the Limited Liability Company shall be South of Fifth Miami Beach, LLC (the "Company").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 201 S. Biscayne Boulevard, Suite 1500 (KDC), Miami, Florida 33131.

ARTICLE III - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Kevin D. Cowan, 201 S. Biscayne Boulevard, Suite 1500, Miami, Florida 33131.

ARTICLE IV - MANAGEMENT

The Company is to be managed by one or more members. The name and address of the initial managing member is as follows:

<u>Title</u>	<u>Name and Address</u>
MGRM	Kevin D. Cowan 201 S. Biscayne Blvd., Suite 1500, Miami, Florida 33131

H05000176969 3

FILED

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization
on this 22nd day of July, 2005.

2005 JUL 22 A 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Kevin D. Cowan
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named in the Articles of Organization of South of Fifth Miami Beach, 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 these Articles of Organization, and hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent as provided in Chapter 608 of the Florida Statutes.



Kevin D. Cowan

Dated: July 22nd, 2005