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Division of Corporations

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**LIMITED LIABILITY COMPANY**

**CORAL WAY MANAGEMENT, L.L.C.**

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Florida Dept of State

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 4, 2005

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Article IV conflicts with itself. Please indicate that the company will be managed by managers, OR by managing members.

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Articles of Organization Coral Way Management, L.L.C.

**ARTICLES OF ORGANIZATION  
OF  
CORAL WAY MANAGEMENT, L. L. C.**

**ARTICLE I**

**NAME**

The name of the Limited Liability Company is:

Coral Way Management, LLC.

**ARTICLE II**

**NATURE OF BUSINESS**

To manage and to provide management for and supervise all or part of any and every kind of business enterprise, and to contract or arrange with any corporation, association, partnership, or individual for the management, conduct or operation, and supervision of all kinds of businesses.

To carry out any one or more of the purposes and objects herein enumerated as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with any person, partnership, association, or corporation. To carry on its operations and conduct business in any state or country

The foregoing clauses shall be construed as and shall be powers as well as purposes, and all matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the

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Articles of Organization Coral Way Management, L.L.C.

enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of this Limited Liability Company, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This Limited Liability Company shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Business Corporation Act of this State to corporations organized thereunder, and amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided, however that nothing herein contained shall be deemed to authorize or permit this Limited Liability Company to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry or do.

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**ARTICLE III****INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The Limited Liability Company's initial Registered Agent and Registered Office in the State of Florida are:

Initial Registered Agent: Victor Cosio

Initial Registered Office: 7500 NW 25 St. Suite 111, Miami, FL 33122

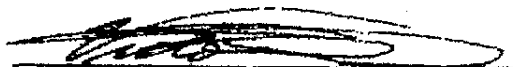
**ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process for the

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Articles of Organization Coral Way Management, L.L.C.

above stated Limited Liability Company at the Initial Registered Office designated in these Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in such capacity. I further agree to comply with all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as Registered Agent.



Victor Cosio

**ARTICLE IV**  
**COMPANY MANAGEMENT**

The Limited Liability Company is to be managed by two managers and, therefore, a member-managed company

**ARTICLE V**  
**CONTRIBUTION OF CAPITAL**

The contribution of a member may be in cash, property, or services rendered, or a promissory note or other obligation to contribute cash or property or to perform services. Promise to contribute by a member will be set out in writing signed by the member and the member is obligated to the limited liability company to perform any enforceable promise to contribute cash or property or to perform services, even if the member is unable to perform because of the member's death or disability or any other reason.

**ARTICLE VI**

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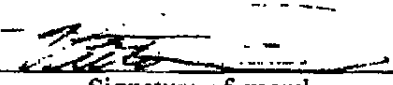
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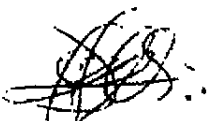
**INITIAL ADDRESS**

The street address in this state of the principal office of the Limited Liability Company is:

1333 Coral way, Coral Gables, Fl. 33135

IN WITNESS WHEREOF, the undersigned, as member has executed the foregoing Articles of organization on this 28 day of July, A.D. 2005.

  
\_\_\_\_\_  
Signature of member  
Victor Cosio

  
\_\_\_\_\_  
Signature of member  
David Rodriguez

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