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TALLAHASSEE FLORIDA

**LIMITED LIABILITY COMPANY**

**sesame street apartment building, llc**

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LR 08/25/05



## FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 24, 2005

EMPIRE

SUBJECT: SESAME STREET APARTMENT BUILDING, LLC  
REF: W05000039980

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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.

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your 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.

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION  
OF

**Sesame Street Apartment Building, L.L.C.**

The undersigned subscribing members to these Articles of Organization, hereby form a Limited Liability Company (L.L.C.) under the laws of the State of Florida.

ARTICLE I

NAME OF COMPANY

The name of this Limited Liability Company shall be:

**Sesame Street Apartment Building, L.L.C**

ARTICLE II

DURATION/CONTINUATION AND COMMENCEMENT OF EXISTENCE

This Limited Liability Company shall exist for thirty (30) years from date of filing hereof unless sooner terminated as provided herein. Existence shall commence upon the date of subscription and acknowledgment hereof.

ARTICLE III

PURPOSE

This limited liability Company is organized for the purpose of transacting any and all lawful business authorized to Limited Liability Companies organized in Florida.

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ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of this Limited Liability Company's principal office is - P. O. Box 163225,  
Miami, Florida 33116.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Limited Liability Company is Jesus R.  
Fernandez. The street address of the initial registered office of this Limited Liability  
Company in the State of Florida is 5757 Collins Avenue, # 1703, Miami Beach, Florida  
33140.

ARTICLE VI

CAPITAL

The initial capital of the Limited Liability Company is \$ 1,000, which shall be paid entirely  
in cash.

ARTICLE VII

ADMISSION OF NEW MEMBERS

The admission of new Members shall be solely by majority agreement of the existing  
Members.

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ARTICLE VIII

DISSOLUTION; WINDING UP; LIQUIDATION

A. Dissolution. The Limited Liability Company shall be dissolved on the happening of any of the following events:

1. Termination of the term specified herein.
2. Withdrawal, retirement, death or expulsion of any Member.
3. Dissolution or bankruptcy of any Member who is an entity.
4. Agreement of the Members.
5. Upon one (1) year prior written notice of demand for dissolution given by a Member.

B. Right to Continue Business. The remaining Members of the Limited Liability Company shall have the right to continue the business upon the dissolution of the Limited Liability Company, or occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company if there is the consent of all of the remaining Members.

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ARTICLE IX  
MANAGEMENT

The Limited Liability Company shall be managed by its Members whose respective names and addresses are listed below:

Capital

Jesus R. Fernandez  
5757 Collins Avenue, # 1703  
Miami Beach, Florida 33140

\$ 1,000

ARTICLE X  
RESTRICTION ON TRANSFER

No Member may transfer or assign his interest in the Limited Liability Company except upon majority consent of the existing Members.

ARTICLE XI  
AMENDMENT OF REGULATIONS

The power to adopt, alter, amend or repeal the Regulations of this Limited Liability Company shall be vested in the Members of the Company.

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ARTICLE XII

MEMBERS

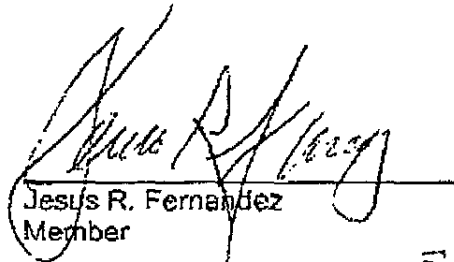
The names and addresses of the Members executing these Articles of Organization are as follows:

Jesus R. Fernandez

5757 Collins Avenue, # 1703

Miami Beach, Florida 33140

IN WITNESS WHEREOF, the undersigned Member has hereunto set their hands and seal this 23rd day of August, 2005..

  
Jesus R. Fernandez  
Member

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FIRST, that Sesame Street Apartment Building, LLC., desiring to organize or qualify under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, at the City of Miami, County of Dade, State of Florida, has named Jesus R. Fernandez, Located at city of Miami Beach, State of Florida, as its agent to accept service of process within this state.

Signature:

Jesus R. Fernandez

Having been named to accept service of process for the above stated Limited Liability Company, at place designated in this certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature:

Jesus R. Fernandez, Resident Agent

Date:

05-23-05

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