

AUG-25-2005 10:40

EMPLOYEE

P. 12

L05000084578

Florida Department of State
Division of Corporations
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To:

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Fax Number : (850)205-0383

From:

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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M. Thomas AUG 26 2005

LIMITED LIABILITY COMPANY

543 lake jackson, llc

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$155.00

DIVISION OF CORPORATION

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 24, 2005

EMPIRE

SUBJECT: 543 LAKE JACKSON, LLC
REF: W05000039771

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

You failed to make the correction(s) requested in our previous letter.

Limited liability companies are either member-managed or manager-managed - not both. Member-managed companies are managed by the members of the limited liability company. Manager-managed companies are managed by non-members. Please amend your document to reflect either the limited liability company is member-managed or manager-managed. If the limited liability company is member-managed, list the names and addresses of the members who will manage the company and identify them solely as managing members. If the limited liability company is manager-managed, list the names and addresses of the non-members who will manage the company and identify them solely as managers. You cannot list both managers and managing members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

FAX Aud. #: R05000201349
Letter Number: 705A00053664

(7)

ARTICLES OF ORGANIZATION of

543 LAKE JACKSON, LLC

The undersigned initial Member, does hereby execute there Articles of Organization of 543 LAKE JACKSON, LLC, for the purpose of forming a Limited Liability Company, under and pursuant to the provisions of the Florida Limited Liability Company Act, as contained in Chapter 608 of the Florida Statutes, ("the Act").

ARTICLES I - NAME

The name of this limited liability company (the "Company") is: 543 LAKE JACKSON, LLC.

ARTICLE II - DURATION

The Company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State, and shall continue for a minimum period of thirty (30) years therefrom, unless otherwise terminated prior thereto by with law or in accordance with these Articles.

ARTICLE III - PURPOSE OF ORGANIZATION

The company is organized for the purposed of receiving, buying, acquiring, owning, developing, improving, renting, selling, leasing and/or in any other manner dealing with real and personal property located within the State of Florida, and for engaging in any and all other lawful activities and businesses limited liability companies are permitted to engage in under the laws of the United States and of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized under and existing by virtue of the laws of the State of Florida.

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FLORIDA

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ARTICLES IV - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is:

11899 West Ridgeview Drive
Davie, FL 33330

ARTICLES V - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of the Company is:

ARTHUR MARRERO
11899 West Ridgeview Drive
Davie, FL 33330

**ARTICLES VI - ADMISSION OF NEW MEMBERS
and
TRANSFER OF MEMBER'S INTEREST**

No person shall be admitted as an additional member of this Limited Liability Company, without the unanimous approval of the members, which none of them shall be required to give.

A members' interest in this Limited Liability Company shall not be transferred, whether voluntarily or involuntarily, by operation of law, by execution or levy of judgment or lien, by judgment or order of court or by any other means, without the unanimous approval of the remaining members, which they shall not be required to give. Without the unanimous approval of the remaining members, any such putative transfer of a member's interest shall not entitle the transferee to become a member of or to participate in the management of this Limited Liability Company and shall entitle the would be transferee solely to and as a charge upon (i) the share of income of, and (ii) when, as and if declared unanimously by the remaining members, distributions, by way of profits, return of capital or otherwise, from this Limited Liability Company, in each case with respect to the would be transferor's share thereof and interest in this Limited Liability Company, but not including any compensation paid to would be transferor for services rendered to this Limited Liability Company.

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ARTICLE VIII - INTERESTS OF MEMBERS

Arthur Marrero	65%
Gabriel Carrasco	35%

An assignee of a Member's interest in the Company shall become a Member of the Company upon the affirmative vote of, or the written consent of, a majority of all the Members (excluding the Member seeking to transfer his interest in the Company), provided the assignee otherwise complies with the Regulations of the Company and agrees to abide by the Articles of Organization, the Regulations and such other documents, statutes, rules, regulations and guidelines as the existing Members may have from time to time determined.

ARTICLE VIII**CONTINUATION OF BUSINESS UPON TERMINATION OF MEMBERSHIP**

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members shall be entitled to continue the business of the Company provided that not less than a majority in number and capital interests then remaining shall have agreed to do so in writing or by a meeting of Members duly called for such purpose.

ARTICLE IX - MEMBER AND MANAGEMENT OF BUSINESS

The name and address of the members of this Limited Liability Company are:

Arthur Marrero	PO Box 260610, Pembroke Pines, FL
Member Manager	

Gabriel Carrasco	10456 Canterbury Court, Davie, FL 33328
Member	

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A. Management of the Company shall be by a member, who shall be elected annually by the Members of the Company in the manner set forth in the Company's Regulations and who shall have the duties and authority accorded the Member in the Company's Regulations. The number of Members may from time to time be increased or decreased, or the management of the company may be entirely vested in the Members in proportion to their capital interest if done pursuant to the procedure stated in the Regulations of the Company.

B. Initial Members - In order to facilitate the operation of the Company, the following named person is designated as the manager of the company until the first annual meeting of Members or until his successor is elected and qualified:

Arthur Marrero
11899 West Ridgeview Drive
Davie, FL 33330

ARTICLE X - RETURN OF CAPITAL

No Member shall have the right to demand the return of his or its contribution to capital except as provided in the Regulations.

ARTICLE XI - AMENDMENT TO THE ARTICLES OF ORGANIZATION

Members may adopt, alter, amend or repeal any provision of the Articles of Organization by the affirmative vote or a majority of all the Members of the Company at a duly called meeting of the Members or by the written consent of a majority of the Members.

ARTICLE XII - AMENDMENT OF REGULATIONS

The Members of the Company may adopt, alter, amend or repeal any provision of the Regulations of the Company by the affirmative vote of a majority of all the Members at a duly called meeting of the Members or by the written consent or a majority of the Members.

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DADE COUNTY
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IN WITNESS WHEREOF, I have executed these Articles of Organization as an initial
Member of this limited liability company this 18 day of August, 2005.

WITNESSES:


Print: ARTHUR MARRERO


Arthur Marrero


Print: GABRIEL MARRERO


Print: Pedro Castillo


Gabriel Carrasco

PREPARED BY:
ARMANDO J. BUCALO, JR., ESQ.
1401 PONCE DE LEON BLVD.
SUITE 401
CORAL GABLES, FLA. 33134

FLORIDA BAR NO. 280755

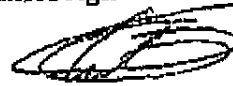
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as Registered Agent to accept service of process for, 543 Lake Jackson, LLC, a Limited Liability Company, at the place set forth in the Articles of Organization, I hereby agree to act in that capacity, and ARTHUR MARRERO, further state that I am familiar with and accept the obligations imposed upon me as such Registered Agent.



ARTHUR MARRERO

Date: August 18 2005

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