

2/08/2005 16:52 FAX

DUANE MORRIS MIAMI

001

Page 1 of 1

Division of Corporations

(((H05000281600 3)))

Florida Department of State
Division of Corporations
Public Access System

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.

(((H05000281600 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 : DUANE MORRIS & HECKSCHER, LLP
Account Number : I19990000059
Phone : (305)960-2220
Fax Number : (305)960-2201

RECEIVED

05 DEC -8 AM 7:48

DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

KENDALL CENTER MANAGEMENT, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

Electronic Filing Menu

Corporate Filing

Public Access Help

(((H05000281600 3)))

(((H05000281600 3)))

**ARTICLES OF ORGANIZATION
OF
KENDALL CENTER MANAGEMENT, LLC**

These Articles of Organization are made for the purpose of organizing a Florida limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes.

ARTICLE I: NAME

The name of this limited liability company is **Kendall Center Management, LLC** (the "Company").

ARTICLE II: ADDRESS OF COMPANY

The mailing address of the Company is:

**7171 SW 62nd Avenue
Fourth Floor
Miami, Florida 33143**

The street address of the principal office is:

**7171 SW 62nd Avenue
Fourth Floor
Miami, Florida 33143**

ARTICLE III: REGISTERED AGENT

The name and address of the registered agent of the Company are:

**Nasir M. Alam
7171 SW 62nd Avenue
Fourth Floor
Miami, Florida 33143**

RECORDED
12/13/05
9:55

(((H05000281600 3)))

((H05000281600 3)))

ARTICLE IV: MANAGEMENT OF THE COMPANY

The Company will be a member – managed company.

The name and address of the initial Managing Member is as follows:

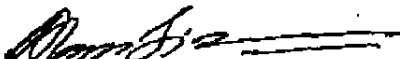
Title:	Name and Address:
Managing Member ("MGRM"):	Kendall Pavilion, LLC 7171 SW 62 nd Avenue Fourth Floor Miami, Florida 33143

ARTICLE V: INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

The undersigned authorized representative has executed these Articles of Organization effective as of December 7, 2005.



Print Name: NASIR M. ALAM

In accordance with section 608.408 (3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

((H05000281600 3)))

(((H05000281600 3)))

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 608, Florida Statutes.



Nasir M. Alam, As Registered Agent

12/09/2005 16:53 FAX

(((H05000281600 3)))