

Division of Corporations

Page 1 of 1

L 06000043842

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.

((H06000115043 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 : ADORNO & YOSS, PA
Account Number : 072100000120
Phone : (305)860-7098
Fax Number : (305)460-1422

FILED
06 APR 26 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

LOS ALTOS PHASE II, LLC

W
04/27/06

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

Electronic Filing Menu

Corporate Filing Menu

Help

SP

FAX

Adorno & Yoss

To:
 Fax: 18502050383
 Date: Wed, 26 Apr 2006 16:21:23 - 0400
 From: Margee Ryder
 # of Pages: 5
 Ref #: 212458.0001

Comments:

Ladies and Gentlemen,

Attached hereto for filing with the Florida Secretary of State are the Articles of Organization of Los Altos Phase II, LLC. Thank you.

Margee Ryder

FILED
 06 APR 26 AM 10:27
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED

06 APR 26 PM 4:44

DIVISION OF CORPORATION

Adorno & Yoss LLP
 2525 Ponce de Leon Boulevard
 Suite 400
 Miami, Florida 33134

(305) 460-1000

All the pages which constitute this facsimile transmission contain information which is confidential and covered by attorney-client privilege. The information is intended solely for the use of the person to whom it is addressed or directed. If the reader of this notice is not listed above, or if the reader is not an employee or agent responsible for delivering the facsimile transmission to the addressee, then you are hereby notified that any dissemination, distribution or reproduction of any or all of these pages is strictly prohibited. If you have received this facsimile transmission in error please notify us immediately by telephone collect at (305) 460-1000 and return the original facsimile transmission to us at Adorno & Yoss LLP 2525 Ponce de Leon Blvd. Suite 400, Miami, Florida 33134 via the U. S. Postal Service. We will reimburse you for the postage. Thank you.

**ARTICLES OF ORGANIZATION
OF
LOS ALTOS PHASE II, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is Los Altos Phase II, LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

2601 South Bayshore Drive, 10th Floor
Miami, Florida 33133

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 2601 South Bayshore Drive, 10th Floor, Miami, Florida 33133 as the street address of the initial registered office of the Company and names Nibaldo J. Cabot, Esq. as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The Company shall be a manager - managed limited liability company. The initial Manager of the Company shall be Willy A. Bernello.

ARTICLE V.

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

FILED
06 APR 26 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI.

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VII.

ADDITIONAL MEMBERS


Additional Members shall be admitted in the manner set forth in the Operating Agreement of the Company.

ARTICLE VIII.

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 25th day of April, 2006.




Carlos Mas, Esq.
Authorized Representative

06 APR 26 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Los Altos Phase II, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 25th day of April, 2006.

By: 

Nibaldo J. Capote, Esq.

FILED
06 APR 26 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA