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SECRETARY OF STATE
SECRETARY OF STATE

33547 Ora Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: CV HOLDINGS II, LLC

Gentlemen:

Enclosed please find the Articles of Organization of CV Holdings II, LLC. Also enclosed please find my check in the amount of \$155.00, for the filing fee, designation of

registered agent fee and certified copy ioc.

Should any of this be lacking in order to comply with the laws of the State of Floriday Registrate to contact me.

Very truly yours

Charles A. Vita Manager/Member

/rcl

**Enclosures** 

# ARTICLES OF ORGANIZATION OF CV HOLDINGS II, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

#### ARTICLE I - Name:

The name of the Limited Liability Company is: CV Holdings II, LLC.

#### **ARTICLE II -- Address:**

The mailing address and street address of the principal office of the Limited Liability Company is 9 Island Avenue, Suite 1208, Miami Beach, Florida 33139.

### ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be 40 years.

### ARTICLE IV - Management:

The Limited Liability Company is to be managed by a Manager and the name and address of such Manager is:

Charles A. Vita 9 Island Avenue, Suite 1208 Miami Beach, Florida 33139

## ARTICLE V - Admission of Additional Members:

The Company may admit new members only upon the consent of the remaining member(s).

# ARTICLE VI - Registered Office and Agent:

The street address of the Company's initial registered office shall be 9 Island Avenue, Suite 1208, Miami Beach, Florida 33139, and the initial registered agent for the Company at that address shall be Charles A. Vita.

#### **ARTICLE VII - Members Rights to Continue Business**

The members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the

Company provided that in no event shall the business continue after December 31, 2047 (unless such date is postponed by articles of amendment and provided that the Company shall always have at least two members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 26 day of \_\_\_\_\_\_\_, 2007.

By:
Authorized Representative of a Member executing the Articles of Organization

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

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for CV HOLDINGS II, INC., at the place designated in the Articles of Organization, 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.

Dated: 3.26.7

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA