

607000055889

Division of Corporations

ups://www.sunbiz.org/scripts/enicovr.exe

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.

((H07000142596 3)))



H070001425963ABC1

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAY 25 AM 8:53

FLORIDA/FOREIGN LIMITED LIABILITY CO.

urbanus miami, llc

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

RLH

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED

07 MAY 25 PM 4:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

407000142596

ARTICLES OF ORGANIZATION
OF

(4)

Urbanus Miami, LLC

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is Urbanus Miami, LLC, (hereinafter referred to as the "Company").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Address Of Place Of Business.

The mailing address for the Company is 430 W. 37 Street, Miami Beach, Fl 33140 and the street address of the place of business for the Company is 430 W. 37 Street, Miami Beach, Fl 33140. These addresses may be changed from time to time as provided in the Operating Agreement.

4. Registered Agent.

The initial registered agent in Florida for the Company is Paul Haralson, Esquire and the initial registered office is located at Haralson & Tome, LLP, c/o Paul Haralson, Esq., 15508 New Barn Road, Suite 104, Miami Lakes, Florida 33014.

5. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

6. Management.

This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The managers will be designated as the president, secretary, and treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate

407000142596

law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the manager or managers, who may also be members, and the positions that the manager or managers will hold. The sole manager, who shall serve until the first annual meeting of the members or until his successor is elected and qualify, and his designations shall be as follows:

Name:

Position:

Gayle Zalduondo

Sole Manager and President

7. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at City of Miami Lakes, Miami-Dade County, Florida, on May 23, 2007.

Urbanus Miami, LLC
a Florida limited liability company

By: [Signature]
Paul Haralson, Esq., as authorized representative
and Attorney in Fact for Gayle Zalduondo,
Manager and President

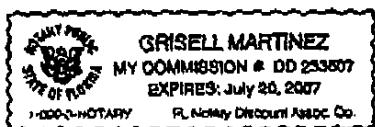
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAY 25 AM 8:53

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on May 23 2007, by Paul Haralson Esq., as authorized representative and Attorney in Fact for Gayle Zalduondo, Manager and President of Urbanus Miami, LLC, who (X) is personally known to me or () produced as identification.

[Signature]
Notary Public — State of Florida
(name, typed or printed)

(Seal)



H07000142596

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

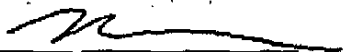
Under the provisions of F.S. 608.415 or 608.507, Urbanus Miami, LLC,
submits the following statement to designate a registered office and registered agent in the State
of Florida:

1. The name of the limited liability company is Urbanus Miami, LLC.
2. The name and street address of the registered agent in Florida are:

Paul Haralson, Esquire
Haralson & Tome, LLP
15500 New Barn Road
Suite 104
Miami Lakes, Florida 33014

The undersigned, being the person named in the articles of organization of
Urbanus Miami, LLC, as the registered agent of this limited liability company, hereby consents
to accept service of process for the above-stated company at the place designated in the articles
of organization, and accepts the appointment as registered agent and agrees to act in this capacity.
The undersigned further agrees to comply with the provisions of all statutes relating to the proper
and complete performance of his or her duties, and is familiar with and accepts the obligations of
the position of registered agent.

Registered Agent


Paul Haralson, Esquire

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAY 25 AM 8:53

H07000142596
MAY-25-2007 15:53
EMPIRE