

AUG-24 2007(FRI)

15:26

CARLTON FIELDS

P.001

Division of Corporations

Page 1 of 1

07000087058

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.**

(((H07000211610 3)))



H070002116103ABCS

**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 : CARLTON FIELDS  
Account Number : 076077000355  
Phone : (813)223-7000  
Fax Number : (813)229-4133

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**KAE'S, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	03 04
Estimated Charge	\$160.00

RECEIVED

07 AUG 24 AM 7:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 AUG 24 AM 8:29

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

AUG-24-2007(FRI) 15:29 CARLTON FIELDS

P.005

850-205-0381

8/24/2007 10:46

PAGE 001/001

Florida Dept of State



August 24, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CARLTON FIELDS

SUBJECT: KAE'S, LLC

REF: W07000041712

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is H19956 (K.A.E., INC).

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton  
Document Specialist  
Registration/Qualification Section

FAX Aud. #: B07000211610  
Letter Number: 107A00051211

P.O. BOX 6327 - Tallahassee, Florida 32314

FAX AUDIT NO. H07000211610

**ARTICLES OF ORGANIZATION  
OF  
KAE'S MIAMI GARDENS, LLC**

The undersigned hereby forms and organizes a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization:

**ARTICLE ONE  
NAME**

The name of the limited liability company is KAE'S MIAMI GARDENS, LLC (the "Company").

**ARTICLE TWO  
ADDRESS**

The mailing address and street address of the principal office of the Company is 610 N.W. 183<sup>rd</sup> Street, Suite 202A, Miami, Florida 33169.

**ARTICLE THREE  
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Company is CFRA, LLC, Corporate Center Three at International Plaza, 4221 W. Boy Scout Boulevard, 10<sup>th</sup> Floor, Tampa, Florida 33607-5736.

**ARTICLE FOUR  
MANAGEMENT**

The Company will be a manager-managed company. The name and address of the initial manager of the Company is:

William Green  
610 N.W. 183<sup>rd</sup> Street  
Suite 202A  
Miami, Florida 33169


FAX AUDIT NO. H07000211610 3

**ARTICLE FIVE**  
**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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this 13 day of August, 2007.

  
WILLIAM GREEN  
Manager

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 AUG 24 AM 8:30

FAX AUDIT NO. H07000211610

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been designated as registered agent for KAE'S MIAMI GARDENS, LLC, a Florida limited liability company, in the foregoing Articles of Organization, I, Jay Steinman, on behalf of CFRA, LLC, a Florida limited liability company, hereby agree to accept service of process for KAE'S MIAMI GARDENS, LLC and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of this position.

CFRA, LLC

  
JAY STEINMAN

Authorized Representative

07 AUG 24 AM 8:30

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS