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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

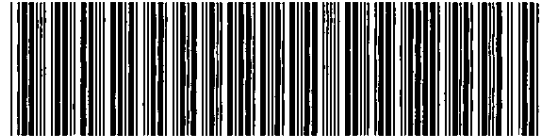
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W07-57700



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TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Coral Way Associates LLC  
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Sylvia M. Urrechaga, Esq.  
(Contact Person)

Sylvia M. Urrechaga, P.L.  
(Firm/Company)

3211 Ponce de Leon Blvd., Suite 200  
(Address)

Coral Gables, FL 33134  
(City, State and Zip Code)

For further information concerning this matter, please call:

Sylvia M. Urrechaga, Esq. at ( 305 ) 448-9820  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$185.00 Filing Fees Certified Copy, and Certificate of Status

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 27, 2007

SYLVIA M URRECHAGA ESQ  
3211 PONCE DE LEON BLVD, STE 200  
CORAL GABLES, FL 33134

SUBJECT: CORAL WAY ASSOCIATES, LLC  
Ref. Number: W07000057700

We have received your document for CORAL WAY ASSOCIATES, LLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 A11591.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas  
Regulatory Specialist II

Letter Number: 107A00067340

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SECRETARY OF STATE

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Coral Way Associates, Inc.  
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a corporation  
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on 10/24/1997  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Limited Liability Company as set forth in the attached **Articles of Organization**:

Coral Way Associates Group, LLC  
(Enter Name of Florida Limited Liability Company)

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TALLAHASSEE, FLORIDA

5. If not effective on the date of filing, enter the effective date: January 1, 2008.  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 21 day of November 20 07.

Signature of Authorized Person: [Signature]

Printed Name: Rafael M. Hernandez Title: Director

**Fees:**

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**FOR**

**CORAL WAY ASSOCIATES GROUP, LLC**  
(a Florida limited liability company)

The undersigned, for the purpose of forming a limited liability company under Section 608 of the Florida Statutes (the Florida Limited Liability Company Act), hereby adopts the following Articles of Organization:

**ARTICLE I**  
**NAME**

The name of the limited liability company is: **CORAL WAY ASSOCIATES GROUP, LLC.**

**ARTICLE II**  
**ADDRESS**

The mailing address and street address of the principal office of the limited liability company is: 1385 Coral Way, 3<sup>rd</sup> Floor, Miami, Florida 33145.

**ARTICLE III**  
**REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent and office for Limited Liability Company is as follows: Rafael M. Hernandez, 1385 Coral Way, Floor, Miami, Florida, 33145.

**Acceptance of Registered Agent**

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the registered office designated in the Company's articles of organization, I hereby accept the appointment as registered agent and agrees 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.

  
Rafael M. Hernandez, Registered  
Agent

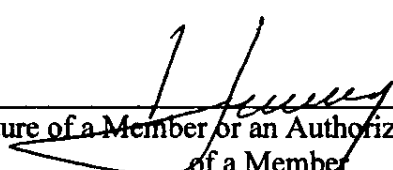
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TALLAHASSEE, FLORIDA

**ARTICLE IV**  
**MANAGEMENT**

The management of the limited liability company is reserved to its Managers and is, therefore, a Manager-managed company. The name and address of the Managers who are to manage are:

Name:	Address:
Rafael M. Hernandez	1385 Coral Way, 3 <sup>rd</sup> Floor Miami, FL 33145
Jorge L. Perez	1385 Coral Way, 3 <sup>rd</sup> Floor Miami, FL 33145
Rafael Hernandez	1385 Coral Way, 3 <sup>rd</sup> Floor Miami, FL 33145
Mario Sabates	1385 Coral Way, 3 <sup>rd</sup> Floor Miami, FL 33145

Effective date: January 1, 2008.

  
\_\_\_\_\_  
Signature of a Member or an Authorized Representative  
of a Member

Rafael M. Hernandez  
Printed Name of Signee

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