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D. BRUCE

JAN 14 2008

**EXAMINER** 

## TRANSMITTAL LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT:	CT: 71 NW 54th Street, LLC (Proposed limited liability company name - must include suffix)							
F	Florida Lir	nited Liability	Company					
		e for articles of ecks payable to D			ted Liability Comp	any:		
	\$ \$ \$ \$	100.00 Filing Fed 25.00 Designati 30.00 Certified 5.00 Certificat	on of Registered	l Agent s (optional)	nd Affidavit			
		☑\$125.00 Filing Fee & Registered Agent Designation	☐\$130.00 Filing Fee, Registered Agent Designation & Certificate	S155.00 Filing Fee, Registered Agent Designation & Certified Copy	☐ \$160.00 Filing Fee, Registered Agent Designation, Certified Copy & Certificate			
	FROM:	MARCEL	GABRIEL					
		71 NW 54th STREET			<del>-</del>			
		MIAMI, FLORIDA 33150			SEC	80		
		PHONE:	305-751-3423		AHASS			
					Y OF ST EE, FLO	E		

# ARTICLES OF ORGANIZATION OF 71 NW 54<sup>TH</sup> STREET, LLC

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, hereby establishes the following:

#### **ARTICLE I - COMPANY NAME**

The name of this limited liability company is: 71 NW 54<sup>TH</sup> STREET, LLC

#### ARTICLE II - EFFECTIVE DATE

The effective date of this limited liability company is: JANUARY 10<sup>TH</sup> 2008 and these Articles can only be modified by written amendments signed by Marcel Gabriel.

#### ARTICLE III – PRINCIPAL OFFICE

The principal place of business and street address of the limited liability company will be:

71 NW 54<sup>TH</sup> STREET MIAMI, FLORIDA 33127

The mailing address of this limited liability company will be:

71 NW 54<sup>TH</sup> STREET MIAMI, FLORIDA 33127

#### ARTICLE IV - PURPOSE

The limited liability company shall the power to engage in any lawful business activity.

### ARTICLE V - MEMBERSHIP

The name and address of the initial member of the limited liability company is:

MARCEL GABRIEL 71 NW 54<sup>TH</sup> STREET MIAMI, FLORIDA 33127

#### ARTICLE VI – ADMISSION OF ADDITIONAL MEMBERS

Additional members shall be admitted only by consent of a majority of the Members entitled to a dividend upon dissolution or liquidation.

#### ARTICLE VII - MANAGEMENT

The business of the limited liability company shall be reserved to and conducted under the exclusive management of its Managing Partner according to the provisions of the operating agreement entered into between the Managing Partner and Members of the limited liability company. The name and address of the initial Managing Partner of the limited liability company is:

MARCEL GABRIEL

Managing Member

71 NW 54<sup>TH</sup> STREET

MIAMI, FLORIDA 33127

#### ARTICLE VIII - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this limited liability company in the State of Florida shall be:

MARCEL GABRIEL 71 NW 54<sup>TH</sup> STREET MIAMI, FLORIDA 33127

IN WITNESS WHEREOF, the undersigned Incorporator/Organizer have executed these of Organization, on this 10<sup>th</sup> day of January 2008.

MARCEL GABRIEL

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE RELEVANT SECTIONS OF THE FLORIDA LIMITED LIABILITY COMPANY ACT, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, 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.

MARCEL GABRIEL

REGISTERED AGENT

Thursday, January 10th, 2008