

108000056869

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

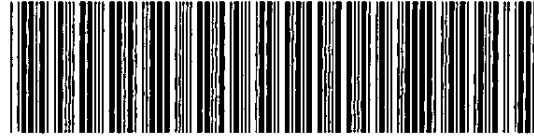
Special Instructions to Filing Officer:

Office Use Only

G. MCLEOD

JUN 10 2008

EXAMINER



800130974668

06/09/08--01058--011 **155.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
08 JUN -9 PM 1:27

LAW OFFICES
ALFRED ARONOVITZ
POST OFFICE BOX 164550
MIAMI, FLORIDA 33116-4550

(305) 412-4120
FAX (305) 412-4121

ALFRED ARONOVITZ

June 4, 2008

DEREK C. ARONOVITZ
(1962-1994)

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

Re: TOLEDO SHOPPING CENTER, LLC

Gentlemen:

In connection with the referenced Limited Liability Company,
enclosed herewith are the following:

1. Articles of Organization, in duplicate.
2. Statement Designating Registered Agent and Office,
in duplicate.
3. Check in the amount of \$155.00 to cover the cost
of filing the Articles (\$100.00), filing the Statement
Designating Registered Agent and Office (\$25.00), and a certified
copy (\$30.00).

If there are any questions concerning this filing, please contact
the undersigned at the phone number shown on this letterhead.

Very truly yours,


ALFRED ARONOVITZ

AA:ek
Enclosures

d3-halegua;toledo4-llc-sec-state

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

08 JUN -9 PM 1:27

**ARTICLES OF ORGANIZATION
OF
TOLEDO SHOPPING CENTER, LLC**

The undersigned hereby execute these Articles for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company (the "Company").

ARTICLE I

NAME

The name of the Company shall be TOLEDO SHOPPING CENTER, LLC.

ARTICLE II

PURPOSE AND POWERS

The purpose of the Company is to transact any and all lawful business that may be conducted under the Florida Limited Liability Company Act, and all supplements thereto, or any law enacted to take the place thereof (the "Act"); and

The Company shall have power to do everything necessary, proper, advisable, or convenient for the accomplishment of its purpose, provided the same shall not be inconsistent with the laws of the State of Florida.

ARTICLE III

CAPITAL CONTRIBUTIONS

Capital contributions will be made as required for business purposes, as determined by unanimous consent of the members or as otherwise agreed to in the Regulations of the Company.

ARTICLE IV

DURATION AND DISSOLUTION

The Company shall continue until the first to occur of: (a) dissolution pursuant to the provisions of the Act, or (b) the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or any other event which terminates the continued membership of a member in the Company (unless the

business of the Company shall be continued upon written consent of all remaining members).

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company is:

7600 Red Road
Suite 124
South Miami, Florida 33143

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of the Company is 7600 Red Road, Suite 124, South Miami, Florida 33143 and the name of its initial registered agent at such address is STEVE HALEGUA.

ARTICLE VII

PROFITS, LOSSES AND DISTRIBUTION

Each member shall share in the net profits or losses from the operation of the business of the Company and in the distribution of the property of the Company in the same proportion as the member's percentage interest in the Company, or as may be adjusted from time to time by reason of additional investments or agreement of the members.

ARTICLE VIII

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company.

ARTICLE IX

ORIGINAL MEMBERS

The original members of the Company are STEVE HALEGUA and MARLA HALEGUA.

ARTICLE X

AMENDMENT TO ARTICLES

These Articles may be amended at any time by a majority vote of the members, except with respect to the vested rights of the members (which shall include any provisions hereof requiring the unanimous approval of the members, or rights in the profits, losses, or assets of the Company) which shall require unanimous vote of the members for amendment, or as otherwise provided by law.

Any amendment shall be signed by all members and an amendment adding a new member shall be signed by the member to be added. As a condition of membership, all members agree to execute such documents as may be required to effectuate duly authorized amendments to these Articles.

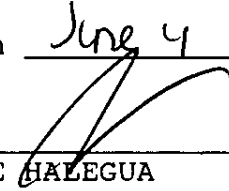
ARTICLE XI

INDEMNIFICATION

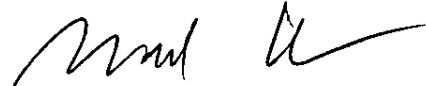
The Company hereby agrees to indemnify each manager, managing member, officer, employee, and agent of the Company to the extent authorized by, and in accordance with the provisions of Section 608.4429 Florida Statutes.

The undersigned, being the original members of the Company, hereby certify that the foregoing constitutes the Articles of Organization of TOLEDO SHOPPING CENTER, LLC.

Executed by the undersigned on June 4, 2008.



STEVE HALEGUA



MARLA HALEGUA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is TOLEDO SHOPPING CENTER, LLC.

The name of the registered agent for TOLEDO SHOPPING CENTER, LLC is STEVE HALEGUA and the street address of the company's principal office where the agent is located is:

7600 Red Road
Suite 124
South Miami, Florida 33143

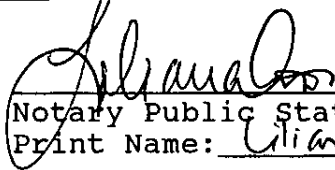
This statement is to acknowledge that, as indicated above, TOLEDO SHOPPING CENTER, LLC has appointed STEVE HALEGUA as its registered agent to accept service of process for the company at the place designated above in this certificate, who accepts this appointment as registered agent and agrees to act in this capacity. Steve Halebua further agrees to comply with the provisions of all statutes relating to the property and complete performance of his duties, and he is familiar with and accepts the obligations of his position as registered agent.

Dated: June 4, 2008



STEVE HALEGUA

4th The foregoing instrument was acknowledged before me this June day of June, 2008, by STEVE HALEGUA, a member, on behalf of TOLEDO SHOPPING CENTER, LLC, a limited liability company, who [☒] is personally known to me or [☐] has produced _____ as identification.



Notary Public State of Florida
Print Name: Liliene Anon

My commission expires:

d3-halebua;toledo2-llc

