

L080000061016

(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:

**A. LUNT**

JUN 23 2008

**EXAMINER**

Office Use Only



900131384759

06/20/08--01012--027 \*\*375.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 JUN 20 P 12:18

**FILED**

**ARTICLES OF ORGANIZATION**  
**OF**  
**CMS-II, L.L.C.**

**ARTICLE I**

**Name and Principal Place of Business**

The name of this limited liability company is CMS-II, L.L.C.; the physical address of its principal office is 12705 SW 112 TERRACE, MIAMI, FLORIDA, 33186, and its mailing address is the same.

**ARTICLE II**

**Purposes**

This limited liability company is organized for the purpose of real estate investment and shall have the power to engage in any activity or business authorized under the Florida Statutes and, in general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

**ARTICLE III**

**Management and Exercise of Powers**

Management of this limited liability company is reserved to the members. The names and addresses of the initial managing members are as follows:

CESAR A. SALAMANCA and MONICA SALAMANCA  
12705 SW 112 TERRACE  
MIAMI, FLORIDA, 33186

The powers of this limited liability company shall be exercised by or under the authority of, and the business and affairs shall be managed under, the direction of the members of this limited liability company.

This Article may be amended from time to time in accordance with the regulations of this limited liability company by majority vote of the members.

FILED  
JUN 20 P  
SECRETARY OF  
TALLAHASSEE, FL

#### **ARTICLE IV**

##### **Duration**

Except as provided below, this limited liability company shall exist in perpetuity or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

Upon the death, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in this limited liability company, this limited liability company shall be dissolved except upon consent of all remaining members.

#### **ARTICLE V**

##### **Membership**

Except as provided otherwise in any applicable Members Agreement, new members of this limited liability company may only be admitted upon unanimous consent. Contributions required of new members shall be determined as of the time of admission to this limited liability company.

Except as provided otherwise in any applicable Members Agreement, a member's interest in this limited liability company may not be sold, assigned, transferred, or conveyed without unanimous written consent of all members, and an assignee of an interest in this limited liability company may become a member only upon consent of all existing members.

#### **ARTICLE VI**

##### **Capital Contributions**

Initial capital contributions valued in the amount of Five Hundred and no/100ths Dollars (\$500.00) shall be paid to this limited liability company by the members. Additional contributions will be made as required and as determined by unanimous consent of the members and will be made in such proportionate amounts as to maintain the capital accounts in the same proportion as arose from the original contribution set forth above.

#### **ARTICLE VII**

##### **Profits and Losses**

- A. **Profits.** After payment of the expenses of this limited liability company, each member shall be entitled to a distributive share of the profits of this limited liability company in accordance with an agreed upon formula or, in the absence of such formula, in proportion to each members' then outstanding contributed and not returned capital. The distributive share of the profits shall be determined and paid to the members by December 31<sup>st</sup> of each year.
- B. **Losses.** Any losses which occur in the operation of this limited liability company shall be paid from the profits and capital of this limited liability company or, if the profits and capital

FILED  
JAN 20 P 12:18  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF CMS-II, L.L.C.

are not sufficient to pay for these losses, by the members in proportion to their capital accounts.

**ARTICLE VIII**

**Initial Registered Office and Registered Agent**

The street address of the initial registered office of this limited liability company is 12705 SW 112 TERRACE, MIAMI, FLORIDA, 33186, and the name of the initial registered agent of this limited liability company at that address is CESAR A. SALAMANCA.

**ARTICLE IX**

**Amendments**

This limited liability company reserves the right to amend or repeal any provision contained in this Articles of Organization or any amendment thereto upon the affirmative vote of the members representing a majority of then outstanding contributed and not returned capital of this limited liability company.


**IN WITNESS WHEREOF**, the undersigned, being the original members of this limited liability company, certifies that this instrument constitutes the Articles of Organization of CMS-II, L.L.C.

Executed this 16<sup>th</sup> day of June, 2008.

*Signed sealed and delivered in the presence of:*

Witnesses:

  
\_\_\_\_\_  
Print Name: JAYNE E. O'BRIEN

  
\_\_\_\_\_  
Print Name: SHARON L. JACKSON

  
\_\_\_\_\_  
MONICA SALAMANCA

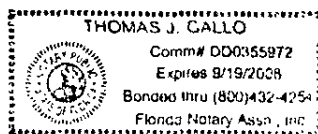
FILED  
2008 JUN 20 P 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF CMS-II, L.L.C.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me on the 16<sup>th</sup> day of June, 2008, by MONICA SALAMANCA, who has produced a Florida Driver's License as personal identification.



Thomas J. Gallo  
Name: Thomas J. Gallo  
Notary Public, State of Florida  
My Commission Expires: SEPT. 19, 2008

Signed sealed and delivered in the presence of:

Witnesses:

Wayne E. O'Brien  
Print Name: WAYNE E. O'BRIEN

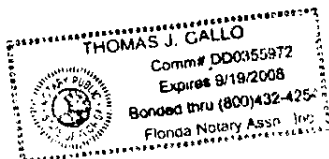
Sharon L. Jackson  
Print Name: SHARON L. JACKSON

Cesar A. Salamanca  
CESAR A. SALAMANCA  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
JUN 20 P 12:19  
FILED

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me on the 16<sup>th</sup> day of June, 2008, by CESAR A. SALAMANCA, who has produced a Florida Driver's License as personal identification



Thomas J. Gallo  
THOMAS J. GALLO  
Notary Public, State of Florida  
My Commission Expires: Sept. 19, 2008

ARTICLES OF ORGANIZATION OF CMS-II, L.L.C.

ACKNOWLEDGMENT:

Having been named as registered agent of the foregoing CMS-II, L.L.C., I  
hereby accept and agree to act in this capacity and agree to comply with the laws of the State of  
Florida in all respects.

  
\_\_\_\_\_  
CESAR A. SALAMANCA

**FILED**  
2009 JUN 20 P 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA