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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**CHABAD OF GOLDEN BEACH HOLDINGS, LLC**

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EXAMINER

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**ARTICLES OF ORGANIZATION  
OF  
CHABAD OF GOLDEN BEACH HOLDINGS, LLC**

The undersigned, being a duly authorized representative of the members, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopts the following Articles of Organization:

**ARTICLE I**

**NAME**

The name of the limited liability company is CHABAD OF GOLDEN BEACH HOLDINGS, LLC ("the Company").

**ARTICLE II**

**ADDRESS**

The principal office and mailing address of the Company is: 19201 Collins Avenue, Sunny Isles, Units C101, 102 and 115, Florida 33160.

**ARTICLE III**

**REGISTERED AGENT AND OFFICE**

The Company designates 2999 N.E. 191st Street, Concorde Centre II, PH-8, Aventura, Florida 33180 as the street address of the initial registered office of the Company and names Oscar Grisales-Racini, Esq. as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV**

**DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement.

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## ARTICLE V

### PURPOSE

The sole purpose for which the Company is being formed is to engage in the holding and ownership of a real estate property beneficially owned by an IRC Section 501(c)(3) Tax-Exempt Organization, and any activity or business permitted under the laws of the United States and the State of Florida.

## ARTICLE VI

### MANAGEMENT

The Company shall be conducted, carried on, and managed by the manager(s) and is, therefore, a manager-managed Company. The manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

## ARTICLE VII

### MANAGER(S)

The name and address of the initial Manager(s) of the Company is/are:

RABBI CHAY AMAR

## ARTICLE VIII

### INITIAL AND SOLE MEMBER

The maximum number of ownership units which the Company is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator. The Initial and Sole Member of the Company shall be CHABAD OF GOLDEN BEACH SYNAGOGUE, INC., a Florida not-for-profit corporation.

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ARTICLE IX

OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Member of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 25 day of July, 2008.

  
\_\_\_\_\_  
RABBI CHAY AMAR, Incorporator

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## ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for CHABAD OF GOLDEN BEACH HOLDINGS, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 12 day of July, 2008.

By: \_\_\_\_\_

Oscar Grisales-Racini, Esq.

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