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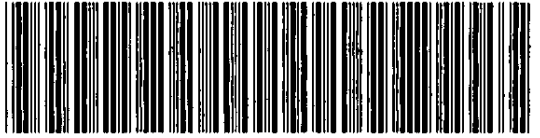
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

58842-804

T. HAMPTON  
AUG 13 2008  
EXAMINER

*James D. Brown, Jr.*  
*Attorney at Law*

*228 Valencia Avenue  
Coral Gables, Florida 33134-5906  
Tel (305) 445-9038  
Fax (305) 442-0410  
jdbrownlaw@aol.com*

July 31, 2008

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

RE: Exclusive Property Group LLC

Gentlemen:

In connection with the above proposed limited liability company, enclosed please find an original and copy of the Articles of Organization together with a check in the amount of \$155.00 to cover the following:

Filing fee ----- \$ 100.00  
Certified copy of Articles ----- \$ 30.00  
Registered Agent Certificate ----- \$ 25.00

TOTAL----- \$155.00

If you find all in order, please return one filed copy to the undersigned.

Thank you.

Very truly yours,

  
JAMES D. BROWN, JR.

JDB/kb  
Encl:



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 5, 2008

JAMES D BROWN, JR, ATTORNEY  
228 CALENCIA AVE  
GORAL GABLES, FL 33134-5906

SUBJECT: EXCLUSIVE PROPERTY GROUP LLC  
Ref. Number: W08000036835

We have received your document for EXCLUSIVE PROPERTY GROUP LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

Please return the corrected original and one copy of 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) 245-6855.

Tammy Hampton  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 008A00044595

This instrument prepared by:  
JAMES D. BROWN, JR., ESQ.  
228 Valencia Avenue  
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

## ARTICLES OF ORGANIZATION OF EXCLUSIVE PROPERTY GROUP LLC

The undersigned certify that we have associates ourselves together for the purpose of becoming 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. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

### ARTICLE I

#### NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be EXCLUSIVE PROPERTY GROUP LLC, and its principal office shall be located at 815 Ponce de Leon Boulevard, Suite 213 in the City of Coral Gables, 33114, County of Miami-Dade, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address is P.O. Box 143222, Coral Gables, FL 33134.

### ARTICLE II

#### PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. 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.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the

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direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE IV

#### MANAGEMENT

This limited liability company shall be managed by a manager, the name and address of the person who shall serve until the first annual meeting of members or until a successor is elected and qualified is or are follows: SOFIA LISET JUNCOSA, P. O. Box 143222, Coral Gables, Florida 33114

#### ARTICLE V

#### MEMBERSHIP RESTRICTIONS

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 limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI

#### CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$500.00 cash shall be paid to the limited liability company by the members in equal shares. Additional contributions will be made as required for investment purposes, as determined BY UNANIMOUS CONSENT OF THE MEMBERS. Members will make contributions in equal shares.

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ARTICLE VII

PROFITS AND LOSSES

- (a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members annually.
- (b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII

DURATION

This limited liability company shall exist until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

ARTICLE IX

INITIAL REGISTERED OFFICE  
AGENT

The address of the initial registered office of the limited liability company is 228 Valencia Avenue, City of Coral Gables, County of Miami-Dade, State of Florida, and the name of the company's initial registered agent at that address is JAMES D. BROWN, JR, ESQ.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of EXCLUSIVE PROPERTY GROUP LLC.

Executed by the undersigned at 228 Valencia Avenue, Coral Gables, Florida 33134 on July 31, 2008.

  
S. L. FUCOSA, as Managing Member

  
JAMES D. BROWN, JR., as Registered Agent

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