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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. LEWIS

SEP 4 2009

EXAMINER

**FRIEDMAN, ROSENWASSER & GOLDBAUM, P.A.**

ATTORNEYS AND COUNSELORS AT LAW  
175 EAST MAIN STREET, SUITE 200  
LEXINGTON, KENTUCKY 40507  
Telephone: (859) 255-1944  
Facsimile (859) 422-5055

**ANDREW R. FRIEDMAN**

E-Mail: arfatty@gmail.com

August 31, 2009

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: E & J Midtown, LLC


Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Organization for **E & J Midtown, LLC**, along with our client's check in the amount of \$125.00 made payable to Florida Department of State to cover the filing fee.

Please file the enclosed and return one filed copy to the undersigned.

If you have any questions with regard to the above, feel free to call.

Very truly yours,

  
Andrew R. Friedman

ARF  
Encl.

**ARTICLES OF ORGANIZATION  
OF  
E & J MIDTOWN, LLC**

**ARTICLE I  
NAME**

The name of this limited liability company is **E & J MIDTOWN, LLC**.

**ARTICLE II  
DURATION**

This limited liability company shall have perpetual existence.

**ARTICLE III  
PURPOSE**

This limited liability company is organized for any lawful purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict with these Articles of Organization.

**ARTICLE IV  
ADDRESS**

The principal place of business and mailing address of this limited liability company shall be **160 Morningside Drive, Coral Gables, Florida 33133**.

**ARTICLE V  
INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent of this limited liability company is **Virginia Guanchez**, and the initial registered agent's office address shall be **160 Morningside Drive, Coral Gables, Florida 33133**.

**ARTICLE VI  
MANAGEMENT**

This limited liability company shall be managed by one or more Managers. The name and address of the initial Managers are:

**Virginia R. Guanchez**

**160 Morningside Drive  
Coral Gables, Florida 33133**

**ARTICLE VII  
POWERS**

This limited liability company shall have all of the powers enumerated in the Limited Liability Act.

**ARTICLE VIII  
RIGHT OF CONTINUANCE**

The members shall have the right to continue the business 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.

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ARTICLE IX  
AMENDMENT

These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

IN WITNESS WHEREOF, a member of the limited liability company has executed these Articles of Organization on the 27<sup>th</sup> day of August, 2009, and affirms under the penalties of perjury that the facts contained in these Articles of Organization are true to the best of his/her knowledge.

  
\_\_\_\_\_  
Virginia R. Guanche, Member

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

**E & J MIDTOWN, LLC**

2. The name and address of the registered agent and office is:

Virginia R. Guanchez  
160 Morningside Drive  
Coral Gables, Florida 33133

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.

  
\_\_\_\_\_  
Virginia R. Guanchez

Date: 8-27-09

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