

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : EDWARD H. GILBERT, P.A.  
Account Number : I19990000063  
Phone : (561) 997-7911  
Fax Number : (561) 997-7912

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: scott@abhousinginc.com

FLORIDA/FOREIGN LIMITED LIABILITY CO.  
GUARANTEED PROPERTIES, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION  
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Corporate Filing Menu

G. MCLEOD

NOV 13 2009

Law Offices  
**EDWARD H. GILBERT**  
Professional Association  
1141 South Rogers Circle, Suite 12  
Boca Raton, Florida 33487

Telephone (561) 997-7911  
Facsimile (561) 997-7912

**MEMORANDUM**

Date: November 11, 2009  
To: Division of Corporation  
Re: Articles of Organization for Guaranteed Properties, LLC, a Florida limited liability company  
File No: 3876.001  
From: Adam M. Cohen, Esq.  
Copies To:

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Enclosed for FILING please find an executed Articles of Organization for Guaranteed Properties, LLC (the "Company").

Also enclosed for your reference, but NOT for filing, please find an executed Certificate of Officer of Guaranteed Properties, Inc. (the "Corporation") which authorizes the Company to organize as a limited liability company under the laws of the State of Florida using the name "Guaranteed Properties, LLC".

If you have any questions, please contact the undersigned at 561-997-7911 ext 214.

Regards,  
Adam M. Cohen, Esq.

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ARTICLES OF ORGANIZATION  
OF  
GUARANTEED PROPERTIES, LLC  
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, for purposes of forming a limited liability company pursuant to Florida Statutes Section 608, hereby adopts the following Articles of Organization:

ARTICLE I  
COMPANY NAME

The name of the limited liability company is Guaranteed Properties, LLC (the "LLC").

ARTICLE II  
INITIAL ADDRESS

The initial street address and mailing address of the principal office of the LLC is:

1011 Clubhouse Turn Road  
Lake Worth, Florida 33449

ARTICLE III  
REGISTERED AGENT

The registered agent and the Florida street address of the registered agent is:

E.H.G. Resident Agents, Inc.  
1141 South Rogers Circle, Suite 12  
Boca Raton, Florida 33487

ARTICLE IV  
MANAGEMENT

The LLC is to be managed by its members and is, therefore, a member-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 11<sup>th</sup> day of November, 2009.

  
Adam Cohen, authorized agent for members

- (a.) Edward H. Gilbert, Esq.
- (b.) 1141 South Rogers Circle, Suite 12  
Boca Raton, Florida 33487
- (c.) (561) 997-7911
- (d.) ((H09000239748 3)))
- (e.) Florida Bar No. 180595

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SECRETARY OF STATE  
DIVISION OF CORPORATION  
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**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent of Guaranteed Properties, LLC contained in the foregoing Articles of Organization and states that the undersigned is familiar with and accepts the obligations imposed upon registered agents pursuant to the Florida Limited Liability Company Act.

E.H.G. RESIDENT AGENTS, INC.

Date: November 11, 2009

By:   
Edward H. Gilbert, President

- (a.) Edward H. Gilbert, Esq.
- (b.) 1141 South Rogers Circle, Suite 12  
Boca Raton, Florida 33487
- (c.) (561) 997-7911
- (d.) ((H09000239748 3)))
- (e.) Florida Bar No. 180595

**CERTIFICATE OF OFFICER**  
**OF**  
**GUARANTEED PROPERTIES, INC.**  
(the "Certificate")

I, Scott Mazzo, do hereby certify that:

1. I am the current and duly elected Vice President of Guaranteed Properties, Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation") and that I, in my capacity as Vice President of the Corporation, am authorized to execute and deliver this Certificate on behalf of the Corporation.

2. Attached hereto as Exhibit "2" is a true and correct copy of the Articles of Incorporation for the Corporation as filed with the Secretary of State of the State of Florida on April 29, 2009.

3. The Corporation does hereby consent to the formation of a limited liability company to be organized and existing under the laws of the State of Florida under the name of Guaranteed Properties, LLC (the "Company") as set forth in the Articles of Organization to be filed with the Secretary of State of the State of Florida in the form attached hereto as Exhibit "3".

4. There are no proceedings of any nature whatsoever relating to the bankruptcy, merger, liquidation or dissolution of the Company pending or contemplated.

This Certificate is executed this 3<sup>rd</sup> day of November, 2009 (the "Effective Date").

Guaranteed Properties, Inc., a Florida corporation

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

  
Scott Mazzo, Vice President

**Exhibit "2"**  
**Article of Incorporation**

See attached.

**Electronic Articles of Incorporation  
For**

P09000038031  
FILED  
April 29, 2009  
Sec. Of State  
tburch

GUARANTEED PROPERTIES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:

GUARANTEED PROPERTIES, INC.

**Article II**

The principal place of business address:

3803 PARAPET DR.  
COCOA, FL. 32926

The mailing address of the corporation is:

3803 PARAPET DR.  
COCOA, FL. 32926

**Article III**

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

**Article IV**

The number of shares the corporation is authorized to issue is:

10

**Article V**

The name and Florida street address of the registered agent is:

ALBERT S WARTELL  
3803 PARAPET DR.  
COCOA, FL. 32926

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: ALBERT S. WARTELL

P09000038031  
FILED  
April 29, 2009  
Sec. Of State  
tburch

### Article VI

The name and address of the incorporator is:

ALBERT S. WARTELL  
3803 PARAPET DR.

COCOA, FL 32926

Incorporator Signature: ALBERT S. WARTELL

### Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P  
ALBERT S WARTELL  
3803 PARAPET DR.  
COCOA, FL. 32926 US

Title: VP  
SCOTT M MAZZO  
10262 CLUBHOUSE TURN RD.  
LAKE WORTH, FL. 33349 US

Title: S  
JENNIFER B MAZZO  
10262 CLUBHOUSE TURN RD.  
LAKE WORTH, FL. 33349 US

Title: T  
DARLENE K WARTELL  
3803 PARAPET DR.  
COCOA, FL. 32926

### Article VIII

The effective date for this corporation shall be:

05/01/2009



**Exhibit "3"**

Articles of Organization  
for  
Guaranteed Properties, LLC

See attached.

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ARTICLES OF ORGANIZATION  
OF  
GUARANTEED PROPERTIES, LLC  
A FLORIDA LIMITED LIABILITY COMPANY

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1141 South Rogers Circle, Suite 12  
Boca Raton, Florida 33487

ARTICLE IV  
MANAGEMENT

The LLC is to be managed by its members and is, therefore, a member-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 11<sup>th</sup> day of November, 2009.

\_\_\_\_\_  
Adam Cohen, authorized agent for members

- (a.) Edward H. Gilbert, Esq.
- (b.) 1141 South Rogers Circle, Suite 12  
Boca Raton, Florida 33487
- (c.) (561) 997-7911
- (d.) ((H09000239748 3)))
- (e.) Florida Bar No. 180595

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**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

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E.H.G. RESIDENT AGENTS, INC.

Date: November 11, 2009

By: \_\_\_\_\_  
Edward H. Gilbert, President

- (a.) Edward H. Gilbert, Esq.
- (b.) 1141 South Rogers Circle, Suite 12  
Boca Raton, Florida 33487
- (c.) (561) 997-7911
- (d.) ((H09000239748 3)))
- (e.) Florida Bar No. 180595