

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : GERALD WEINBERG, P.C.
Account Number : I20030000043
Phone : (800) 342-9856
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TALLAHASSEE, FLORIDA

**FLORIDA/FOREIGN LIMITED LIABILITY CO.
CELLA BELLA LLC**

Certificate of Status	0
Certified Copy	0
Page Count	04
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Dec. 10. 2009 3:16PM.

No. 1351 P. 2

(H040002562053)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

CELLA BELLA LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

3000 East Sunrise Boulevard
Apartment 17B
Fort Lauderdale, FL 33304

Mailing Address:

3000 East Sunrise Boulevard
Apartment 17B
Fort Lauderdale, FL 33304

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

NICHOLAS HAROS

Name

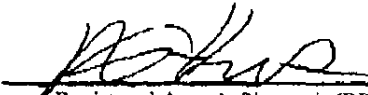
3000 East Sunrise Boulevard, Apt. 17B

Florida street address (P.O. Box **NOT** acceptable)

Fort Lauderdale FL 33304

City, State, and Zip

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 as provided for in Chapter 608, F.S..



Registered Agent's Signature (REQUIRED)

(CONTINUED)

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(H090002502053)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Nicholas Haros

3000 East Sunrise Boulevard, Apt. 17B

Fort Lauderdale, FL 33304

(Use attachment if necessary)

ARTICLE V- Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Nicholas Haros

Typed or printed name of signee

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No. 1351 P. 4

CELLA BELLA LLC

Article V: The sole purpose of the Company is to acquire, own, and hold the stock and proprietary lease appurtenant to the cooperative apartment known as Apartment 20B located at 505 East 79th Street, New York, New York 10021 (the "Apartment"), together with such other activities as may be necessary or advisable in connection with the ownership of such Apartment.

Certain Prohibited Activities:

- a) The Apartment shall be occupied solely by Nicholas Haros ("Nicholas") and Pamela Haros ("Pamela"), as well as members of their immediate family;
- b) Any occupancy of the Apartment by any person other than Nicholas, Pamela and their immediate family shall be subject to the approval of 79th Street East Owners Incorporated (the "Coop Corporation"), which may be denied for any reason or no reason in the Coop Corporation's sole discretion;
- c) None of the assets of, and none of the membership interests in, Cella Bella LLC shall be sold, transferred, assigned, pledged, or encumbered without the Coop Corporation's prior written consent, which may be denied for any reason or no reason in the Coop Corporation's sole discretion, and any purported sale, transfer, assignment, pledge or encumbrance without such prior written consent shall be null and void; and
- d) No amendment, modification, supplement to or termination of Cella Bella LLC's Articles of Organization or Operating Agreement shall be effective unless the Cooperative Corporation shall have first consented to the same in writing, which may be denied for any reason or no reason in the Corporation's sole discretion.

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