

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000153380 3)))



H110001533803ABOW

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

Effective Date 6-9-11

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

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

Email Address: _____

FLORIDA LIMITED LIABILITY CO.
Midtown 35 Holdings, LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

RECEIVED

11 JUN -9 PM 1:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 JUN -9 AM 9:31

FILED

J. SAULSBERRY
EXAMINER

JUN 10 2011

H11000153380

ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Midtown 35 Holdings, LLC

Article II. Address

The street and mailing address of the Company's initial principal office is:
Midtown 35 Holdings, LLC
370 Miracle Mile
Miami FL 33134

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Anibal Duarte-Viera
5835 Blue Lagoon Drive, Suite 100
Miami FL 33126

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

H11000153380

Copyright © 1993-2011 CC

FILED
2011 JUN -9 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H11000153380

Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Rafael A Diaz
370 Miracle Mile
Miami FL 33134
Fausto Callava
370 Miracle Mile
Miami FL 33134
A&I Pardo Holdings, LTD
370 Miracle Mile
Miami FL 33134
Duarte-Viera Enterprises, LP
370 Miracle Mile
Miami FL 33134

FILED
2011 JUN -9 AM 9:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article VII. Company Existence

The Company's existence shall begin effective as of June 9, 2011.

The undersigned authorized representative of a member executed these Articles of Organization on 6/9/2011.



CORPORATE CREATIONS INTERNATIONAL INC.

Jim "JP" Perkins Senior Vice President
by Valerie Hawk-Donohue as atty-in-fact

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

H11000153380

H11000153380

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Midtown 35 Holdings, LLC

REGISTERED AGENT/OFFICE:

Anibal Duarte-Viera
5835 Blue Lagoon Drive, Suite 100
Miami FL 33126

FILED
2011 JUN -9 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ANIBAL DUARTE-VIERA

by Valerie Hawk-Donohue as atty-in-fact

Date: June 9, 2011.

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

H11000153380

Copyright © 1993-2011 CC