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## To:

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## FLORIDA LIMITED LIABILITY CO.

G-404, llc

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J. BRYAN

JUL 13 2011  
7/12/2011

EXAMINER

5

H11000179291

**ARTICLES OF ORGANIZATION  
OF**

**G-404, LLC**

**ARTICLE I-NAME**

The name of the limited liability company ("Company") is  
**G-404, LLC.**

**ARTICLE II-ADDRESS**

The mailing and street address of the Company's principal office is:  
801 N.E. 167<sup>th</sup> Street, Suite 200, North Miami Beach, Florida 33162.

**ARTICLE III - DURATION**

The period of duration for the Company is perpetual beginning on the date these  
Articles of Organization are filed by the Florida Department of State.

**ARTICLE IV - PURPOSE**

The purpose for which the Company is organized is to engage in the ownership and  
rental of real estate and any and all other business and activities permitted by the Act and any  
other applicable laws of the State of Florida. The Company shall have all of the powers  
vested in a limited liability company organized and existing by virtue of such laws.

**ARTICLE V - REGISTERED AGENT AND OFFICE**

The name of the Company's initial registered agent in Florida is: Edwin B. Zaslow,  
Esq. The address of Company's registered office in Florida is: 801 N.E. 167<sup>th</sup> Street, Suite  
200, North Miami Beach, Florida 33162.

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#### ARTICLE VI - CAPITAL CONTRIBUTIONS.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

#### ARTICLE VII - MEMBERS

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

#### ARTICLE VIII- MANAGEMENT

This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The managers will be designated as the president of the Company, and may also be designated as vice presidents, secretary, and treasurer, assistant secretaries, and assistant treasurers, and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

<u>Name:</u>	<u>Position:</u>
DORINN RODMAN	President
ADRIENNE LEVINTHAL	Vice President

No real property of the Company may be sold without the unanimous consent of all members. Each member shall have a right of first refusal before any sale of real property to a third party.

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#### ARTICLE IX - ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted only upon the terms and conditions of admission as provided in the Company operating agreement.

#### ARTICLE X - CONTINUATION OF BUSINESS

The rights of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company shall be as provided in the Company operating agreement.

#### ARTICLE XI - INDEMNIFICATION

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

#### ARTICLE XII - EXECUTION OF ARTICLES OF ORGANIZATION

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.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization on this 12 day of JULY, 2011.

By: 

DORINN RODMAN

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STATE OF NEW YORK )  
COUNTY OF Westchester ) SS.:

The foregoing instrument was acknowledged before me this 06 day of JULY, 2011, by DORINN RODMAN, a member of G-404, LLC, to me personally known, who did take an oath and executed the foregoing Articles of Organization, and acknowledged before me that he executed the same for the purposes therein stated.

  
**EDWIN B. EASTY**  
Notary Public, State of New York  
No. 4612378  
Qualified in Westchester County  
Commission Expires June 30, 2013  
NOTARY PUBLIC  
2015

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

Pursuant to the provisions of the Florida Statutes Section 608.415, the undersigned Limited Liability Company submits the following statement in designation the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is G-404, LLC.
2. The name and address of the registered agent and office is:

EDWIN B. ZASLOW, Esq.,  
801 N.E. 167<sup>th</sup> Street, Suite 200  
North Miami Beach, Florida 33162.

Having been named as registered agent and to accept service of process for the above-named 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 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.

DATED: 7/11/11

  
EDWIN B. ZASLOW, Esq.

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