

# L12000078408

## Florida Department of State Division of Corporations Electronic Filing Cover Sheet

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

**EFFECTIVE DATE 06-12-12**

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

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### FLORIDA LIMITED LIABILITY CO. COFE FUND 1 - WESTLAND PROFESSIONAL, LLC

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
COFE FUND 1 – WESTLAND PROFESSIONAL, LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is:  
COFE FUND 1 – WESTLAND PROFESSIONAL, LLC  
1500 San Remo Avenue, Suite 145  
Coral Gables FL 33146

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Cofe Properties, LLC  
1500 San Remo Avenue, Suite 145  
Coral Gables FL 33146

### 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.

Amadeo Lopez-Castro III  
Martínez-Esteve & Lopez-Castro  
1500 San Remo Ave Ste 290  
Coral Gables FL 33146  
305-665-6335

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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:

Cofe Properties, LLC  
1500 San Remo Avenue, Suite 145  
Coral Gables FL 33146

Article VII. Company Existence

The Company's existence shall begin effective as of June 12, 2012.

The undersigned authorized representative of a member executed these Articles of Organization on 6/12/2012.

  
\_\_\_\_\_

MARTINEZ-ESTEVE & LOPEZ-CASTRO

by Jessica Morales as attorney-in-fact

Amadeo Lopez-Castro III  
Martinez-Estevé & Lopez-Castro  
1500 San Remo Ave Ste 290  
Coral Gables FL 33146  
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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

COFE FUND 1 – WESTLAND PROFESSIONAL, LLC

### REGISTERED AGENT/OFFICE:

Cofe Properties, LLC  
1500 San Remo Avenue, Suite 145  
Coral Gables FL 33146

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.



COFE PROPERTIES, LLC  
by Jessica Morales as attorney-in-fact

Date: June 12, 2012.

Amadeo Lopez-Castro III  
Martinez-Esteve & Lopez-Castro  
1500 San Remo Ave Ste 290  
Coral Gables FL 33146  
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