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(Requestor's Name)

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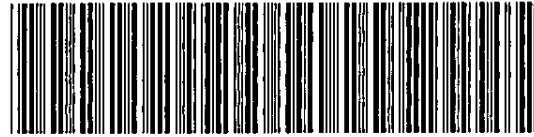
(Business Entity Name)

(Document Number)

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2012 SEP 11 PM 1:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BRYAN

SEP 12 2012

EXAMINER

# BLOOM & FREELING

ATTORNEYS AT LAW

2295 NW CORPORATE BOULEVARD • SUITE 117  
BOCA RATON, FLORIDA 33431  
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E-MAIL: BFLAW@BLOOM-FREELING.COM

JONATHAN BLOOM\*\*  
MICHAEL A. FREELING\*\*

ALSO ADMITTED IN  
• NEW YORK  
• CONNECTICUT  
• WASHINGTON D.C.

September 10, 2012

## VIA FEDERAL EXPRESS

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399  
Attn: New Filings

Re: Limited Liability Company New Filing  
WESTEROS REAL ESTATE, LLC

Dear Sir or Madam:

Enclosed please find the following documentation in accord with the above referenced new Limited Liability Company filing:

1. Articles of Organization containing Initial Registered Office and Registered Agent;
2. Attorney Check No. 2431 made payable to the Department of State for the filing fee of \$125.00; and
3. Self addressed, stamped return envelope for return of the filed, time stamped copy of the filed Articles.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact me.

Very truly yours,

  
Michael A. Freeling

MAF/jb  
Enc.

cc: Nicoletta Hernandez and Enrique Hernandez-Sanchez, M.D. (via email)

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2012 SEP 11 PM 1:00  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**ARTICLES OF ORGANIZATION**  
**OF**  
**WESTEROS REAL ESTATE, LLC**

**FILED**  
2012 SEP 11 PM 1:00  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I**  
**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be WESTEROS REAL ESTATE, LLC, and its principal office shall be located at 9980 Central Park Blvd, Unit 316, Boca Raton, Florida 33428 and mailing address shall be located at 9980 Central Park Blvd., Unit 316, Boca Raton, Florida 33428, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II**  
**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes, specifically including, but not limited to: the ownership of real estate including medical office(s). Said limited liability company being initially organized to own and manage a medical office at a location or locations to be determined in the State of Florida.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

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CLERK OF THE CIRCUIT COURT

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

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TALLAHASSEE, FLORIDA

#### ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows: Enrique Hernandez-Sanchez, M.D., 12093 Areaca Drive, Wellington, Florida 33414 and Nicoletta Hernandez, 12093 Areaca Drive, Wellington, Florida 33414.

#### ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members, with the exception of transfer to a Trust for which the member is a Trustee of same.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of One Hundred and 00/100 Dollars (\$100.00) cash shall be paid to the limited liability company by the two (2) members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

#### ARTICLE VII PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits for each calendar year shall be determined and paid to each member on or before June 30th of the following year, or an alternate date within the year if necessary.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if

these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII  
DURATION

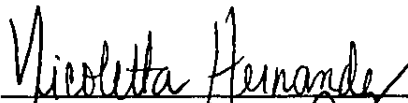
This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

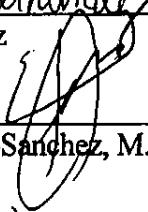
ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 12093 Areaca Drive, Wellington, Florida 33414 and the name of the company's initial registered agent at that address is Nicoletta Hernandez.

The undersigned, being an original member and authorized agent of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of WESTEROS REAL ESTATE, LLC.

Executed by the undersigned at 12093 Areaca Drive, Wellington, Florida 33414 on September 07, 2012.

  
Nicoletta Hernandez

  
Enrique Hernandez-Sanchez, M.D.

Managing Member(s)  
Authorized Agent(s)

WESTEROS REAL ESTATE, LLC  
(Office and Mailing Address)  
9980 Central Park Blvd., Unit 316  
Boca Raton, Florida 33428

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA