Electronic Filing Cover Sheet

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To:

Division of Corporations

Fax Number : (850)617-6383

From:

Account Name : AGI REGISTERED AGENTS, INC.

Account Number: I2000000205

: (305)416-6800

Fax Number

: (305)416-6811

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

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# FLORIDA LIMITED LIABILITY CO. SEA 1008, LLC

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July 5, 2013

AGI REGISTERED AGENTS, INC.

SUBJECT: 5161 COLLINS 1008, LLC

REF: W13000038107

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. A search for name availability can be made on the Internet through the Division s records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words "Limited Liability Company," the abbreviation "L.L.C.", or the designation "LLC". The word "Limited" may be abbreviated as "Ltd." andthe word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable: "Limited Company", "L.C.", and "LC".

The document number of the name conflict is #P10000069694, 5161 COLLINS 1008, INC..

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

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Joey Bryan FAX Aud. #: H13000150597 Regulatory Specialist II Letter Number: 513A00016545

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ARTICLES OF ORGANIZATION

JUL -8 AN 8:51 2013 (((H130001505973))) SECRETARY OF STATE MALLAHASSEE, FLORIDA

OF

## SEA1008, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

### **ARTICLE I -- NAME**

The name of the limited liability company shall be SEA1008, LLC, a Florida limited liability company (the "Company").

#### **ARTICLE II -- ADDRESS**

- The principal address of the Company shall be 1000 Brickell Avenue, Suite (a) 300, Miami, Florida 33131,
- The mailing address of the Company shall be 1000 Brickell Avenue, Suite (b) 300, Miami, Florida 33131.

# **ARTICLE III -- DURATION**

The Company shall commence its existence on the date these articles of organization are filed with the Florida Department of State. The Company's existence shall be perpetual unless the company is earlier dissolved as provided in these Articles of Organization.

#### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is AGI Registered Agents, Inc., 1000 Brickell Avenue, Suite 300, Miami, Florida 33131.

11.

1000 BRICKELL AVENUE \* SUITE 300 \* MIAMI, FLORIDA 33131 Professional Association Telephone 305.416.6800 ° FACSIMILE 305.416.6811

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## **ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the Company the cash or property set forth in and described in the Limited Liability Company Operating Agreement on file at the principal office of the Company (the "Operating Agreement").

#### <u>ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS</u>

Each member shall make additional capital contributions to the Company only on the consent of the members as set forth in the Operating Agreement.

#### **ARTICLE VII -- ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company unless done so pursuant to the terms of the Operating Agreement. A member may only transfer his or her interest in the Company as set forth in the Regulations and Operating Agreement of the Company.

## **ARTICLE VIII -- MANAGEMENT**

The Company shall be managed by a manager or managers in accordance with the Articles of Organization, the Operating Agreement, the Regulations adopted by the members for the management of the business and the ordinary and customary affairs of the Company. The Regulations and the Operating Agreement, if any, shall determine the manner in which such the Manager(s) are elected and appointed, and may contain any provisions for the regulation and management of the affairs of the company not inconsistent with the law or these Articles of Organization. The name and address of the initial Manager of the Company is:

Counsel Casa Nuestra, LLC
a Delaware limited liability company

1000 Brickell Avenue, Ste. 300

Miami, Florida 33131

# **ARTICLE IX - TERMINATION OF EXISTENCE**

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued

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membership of a member in the Company, unless the business of the company is continued by the consent of all the remaining members.

#### **ARTICLE X -- INDEMNIFICATION**

The Company shall indemnify each Member, Manager and Organizer of the Company against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been a Member, Manager and/or Organizer of the Company to the full extent permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Miami, Florida, on this 3<sup>rd</sup> day of July, 2013.

By: Robert R. Adams, Esq.

as Authorized Representative

#### **ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT**

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Organization, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

AGI REGISTERED AGENTS, INC.

Robert R. Adams, President

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