

## 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.

(((H18000352892 3)))



H180003528923ABC5

**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

From:

Account Name : RICARDO MARTINEZ-CIO, P.A.  
Account Number : 076640001566  
Phone : (305)632-1950  
Fax Number : (305)854-9788

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

Email Address: drbenitez\_omar@yahoo.com

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
OBBE MEDICAL-DENTAL BUILDING LLC**

Certificate of Status	0
Certified Copy	0
Page Count	10
Estimated Charge	\$25.00

T. CLINE

DEC 21 2018

EXAMINER

Electronic Filing Menu

Corporate Filing Menu

Help



December 19, 2018

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

OBBE MEDICAL-DENTAL BUILDING LLC  
825 SW 87 AVE  
SUITE D  
MIAMI, FL 33174

SUBJECT: OBBE MEDICAL-DENTAL BUILDING LLC  
REF: L18000267401

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 effective date must be specific and cannot be prior to the date of filing.

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) 245-6939.

Agnes Lunt  
Regulatory Specialist III

FAX Aud. #: H18000352892  
Letter Number: 518A00025985

*See Article XIV*  
*and*  
*Thank you!*

2018 DEC 20 PM 3:36

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

2018 DEC 20 PM 3:36

FILED

**RICARDO MARTINEZ-CID**

Professional Association  
Attorney at Law  
2250 SW 3 Avenue, Ste. 203  
Miami, Florida 33129-2028  
Telephone (305) 632 1950  
mtnezcid@aol.com

**FACSIMILE TRANSMISSION**

Number of pages sent: 9 (including this page)

SEND TO: Florida Department of State/Division of Corporations

VIA: (850) 617-6383 / (850) 245 6804 / (850) 617 6381

SENT BY: Ricardo Martinez-Cid, Esq.

DATE: December 18, 2018

Gentlemen/Ladies:

Restated Articles of Organization, and a Statement of Authority and the corresponding Audit for OBBE MEDICAL-DENTAL BUILDING LLC, a Florida limited liability company, follows. Debit my account for the amount of \$25.00, covering the filing fee. The email address to be used for annual reports is drbenitez\_omar@yahoo.com.

Sincerely,

*Martinez-Cid*

Ricardo Martinez-Cid

cc: drbenitez\_omar@yahoo.com, alpizarlaw@gmail.com,  
Jlobregon28@yahoo.com

SHOULD YOU ENCOUNTER ANY PROBLEMS RECEIVING THIS FAX, PLEASE CALL 305-632-1950

The information contained in this transmission is PRIVILEGED AND CONFIDENTIAL. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone, collect and return the original message to us at the above-address via US Postal Service, we will reimburse you for postage. Thank you.

Ricardo Martinez-Cid, P.A.  
2250 SW 3 Avenue, Ste. 203  
Miami, Florida 33129-2028  
Email: mtnezcid@aol.com  
Telephone # (305) 632-1950  
Facsimile # (305) 854-9788

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

2018 DEC 20 PM 3:36

FILED

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** OBBE MEDICAL-DENTAL BUILDING LLC

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

OMAR BENITEZ

Name of Person

Firm/Company

1510 SW 149 Avenue

Address

Miami, Florida 33194

City/State and Zip Code

drbenitez\_omar@yahoo.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

OMAR BENITEZ

Name of Person

at 786 426 7149

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$25.00 Filing Fee      ☐ \$30.00 Filing Fee & Certificate of Status      ☐ \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)      ☐ \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

2018 DEC 20 PM 3:36

FILED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

**OBBE MEDICAL-DENTAL BUILDING LLC**  
**RESTATED ARTICLES OF ORGANIZATION**  
**OF FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I. Effective Date of Restated Articles of Organization:**

These Restated Articles of the Limited Liability Company will be effective five (5) days before they are filed with the Florida Secretary of State.

**ARTICLE II - Name:**

The name of the Florida Limited Liability Company is:

**OBBE MEDICAL-DENTAL BUILDING LLC**, hereinafter designated the "Limited Liability Company."

**ARTICLE III - Address:**

The mailing address and the street address of the principal office of the Limited Liability Company is:

**OBBE MEDICAL-DENTAL BUILDING LLC**  
2250 SW 3 Avenue, Suite #202, Miami, Florida 33129.

**ARTICLE IV - Registered Agent, Registered Office, & Registered Agent's Signature:**

The name and the Florida address of the registered agent of the Limited Liability Company is: Santiago A. Alpizar, Esq.  
2250 SW 3 Avenue, Ste. 202  
Miami, Florida 33129-2028

Ricardo Martinez-Cid, P.A.  
2250 SW 3 Avenue, Ste. 203  
Miami, Florida 33129-2028  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 854-9788  
FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

FILED  
2018 DEC 20 PM 3:36  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

**ARTICLE V - Managers and Officers:**

The Limited Liability Company will have two (2) managers. The number of managers may either increase or diminish from time to time, as established by the Members, as provided in the Regulations adopted by the Limited Liability Company, but will never be less than one (1). The current managers of the Limited Liability Company are: OMAR BENITEZ, of 1510 SW 149 Avenue, Miami, Florida 33194, and JOSE LUIS OBREGON, of 2700 Village Green Drive, Miami, Florida 33177.

**ARTICLE VI - Scope of Managers' Authority:**

The business and affairs of the Limited Liability Company will be managed by its Managers. Provided however, that, it is expressly provided that when two (2) Managers are elected, their joint signatures are required to purchase, lease for a term of more than one year, transfer, obtain loans, which loans are secured by mortgages, encumbrances and other security, sign and duly execute any promissory notes, mortgages, assignments and other loan documents to evidence and secure loans, attest and conclusively certify to any lender Members' consent to said loan(s) and said Managers' execution of entailed loan documents, or otherwise deal with real estate owned by the Limited Liability Company. Also, provided, however, that when more than (2) Managers are elected, signatures of their majority ( $\frac{1}{2} + 1$ ) are required to purchase, lease for a term of more than one year, transfer, obtain loans, which loans are secured by mortgages, encumbrances and other security, sign and duly execute any promissory notes, mortgages, assignments and other loan documents to evidence and secure loans, attest and conclusively certify to any lender Members' consent to said loan(s) and said Managers' execution of entailed loan documents, or otherwise deal with real estate owned by the Limited Liability Company. Except as provided above, each manager shall exercise the broadest powers granted by law, including, without limitation, except as may be otherwise limited by law, the power and authority to, develop, manage, sell, lease, rent, pledge, mortgage, transfer, exchange, convert, partition, and otherwise dispose of, and grant options with respect to, any and all property

Ricardo Martinez-Cid, P.A.  
2250 SW 3 Avenue, Ste. 203  
Miami, Florida 33129-2028  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 854-9788

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

2018 DEC 20 PM 3:36  
CLERK OF STATE  
J. A. ROBERTSON  
11-ED

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

at any time owed by the Limited Liability Company or in or to which the Limited Liability Company may have an interest and/or claim, or any interest therein; and any sale may be a public or private sale for cash or for credit, with or without security. Except as to the limitation to Managers' authority expressly provide above when more than two (2) Managers are elected, no transferee, lender, or other person will be bound to see to or be liable for the application of the proceeds of any transaction with a Manager of this Limited Liability Company.

**ARTICLE VII - Rights of First Offer and of First Refusal:**

The Limited Liability Company reserves a right of first offer before any membership interest is offered for sale, to be exercised within thirty (30) days of receipt of written notice of intent to sell, and when said right of first offer is not exercised by the Limited Liability company, a member receiving a third-party offer for any membership interest in the Limited Liability Company, shall offer the sale, under the same terms and conditions, pro-rata, to the other members, to be exercised as provided in the Limited Liability Company Operating Agreement.

**ARTICLE VIII - Transferability of Member's Interest:**

No member will have the right to assign the member's interest in the Limited Liability Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee will have no right to become a member, to participate in the elections of the managers of the Limited Liability Company or to exercise any other rights or powers of a member. The assignee will 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.

**ARTICLE IX - Preemptive Rights:**

Every member, upon the sale for cash of any new memberships of the Limited Liability Company, shall have the right to purchase his/her/its pro-rata membership share (as nearly as may be done

Ricardo Martinez-Cid, P.A.  
2250 SW 3 Avenue, Ste. 203  
Miami, Florida 33129-2028  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 854-9788

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

FILED  
2018 DEC 20 PM 3:36  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
IN FLORIDA

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

without issuance of fractional membership shares) at the price at which it is offered to others.

**ARTICLE X - Nature of Business and Purpose:**

The Limited Liability Company business purpose is to acquire, improve, manage and otherwise deal in quality South Florida real estate, and all other lawful businesses.

**ARTICLE XI - Duration:**

The duration of the Limited Liability Company will be perpetual, unless the Limited Liability Company dissolves in accordance with the provisions of the Limited Liability Company's Regulations of these Articles of Organization.

**ARTICLE XII - Dissolution:**

The Limited Liability Company will be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Limited Liability Company for any reason, unless the business of the Limited Liability Company is continued by the written consent of all the remaining members of the Limited Liability Company within thirty (30) days after any of these events.

**ARTICLE XIII - Percentage Interest: Membership Certificate:**

The profits and losses of the Limited Liability Company will be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which will be equal to the number of Units owned by a member divided by the total number of the Units owned by all members), unless otherwise provided in the Regulations of the Limited Liability Company. A member's interest in the Limited Liability Company may be evidenced by a Membership Certificate issued by the Limited Liability Company.

**ARTICLE XIV - Effective Date:**

These Restated Articles will be effective upon filing with the Florida Secretary of State.

Ricardo Martinez-Cid, P.A.  
2250 SW 3 Avenue, Ste. 203  
Miami, Florida 33129-2028  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 854-9788

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

FILED  
2018 DEC 20 PM 3:36  
CLERK OF DISTRICT COURT





FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

END OF RESTATED ARTICLES OF ORGANIZATION

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization, this December 18, 2018, and, under the penalties of perjury, the undersigned affirms that the facts stated herein are true.

By:

  
OMAR BENITEZ,  
as Manager-Member,  
Incorporator, and Subscriber

  
JOSE LUIS OBREGON,  
as Manager-Member,  
Incorporator, and subscriber

(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.)

STATE OF FLORIDA

)

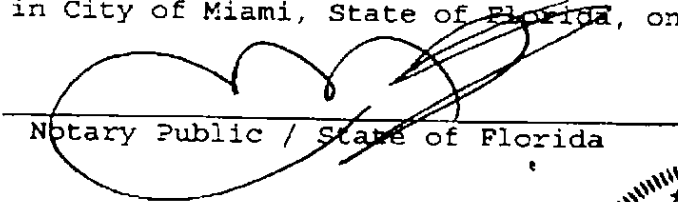
) S.S.

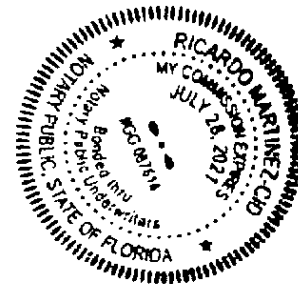
MIAMI-DADE COUNTY

)

I HEREBY CERTIFY that on this day, by OMAR BENITEZ and JOSE LUIS OBREGON, appeared before me, under oath, and they are personally known to me and acknowledged before me that they executed the foregoing document, for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in City of Miami, State of Florida, on this December 18, 2018.

  
Notary Public / State of Florida



Ricardo Martinez-Cid, P.A.  
2250 SW 3 Avenue, Ste. 203  
Miami, Florida 33129-2028  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 854-9788

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

2018 DEC 20 PM 3:36

FILED

CLERK OF STATE  
HALL OF RECORDS

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

**OBBE MEDICAL-DENTAL BUILDING LLC**  
**CERTIFICATE OF DESIGNATION OF**  
**REGISTERED AGENT / REGISTERED OFFICE**

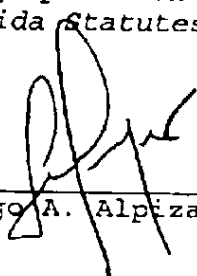
1. The name of the Florida Limited Liability Company is:

OBBE MEDICAL-DENTAL BUILDING LLC, hereinafter designated  
the "Limited Liability Company."

4. The name and the Florida street address of the registered  
agent of the Limited Liability Company is:

Santiago A. Alpizar, Esq.  
2250 SW 3 Avenue, Ste. 202  
Miami, Florida 33129-2028.

Having been named as registered agent and to accept service of  
process for the 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 my duties, and I am familiar with and  
accept the obligations of my position as registered agent as  
provided in Chapter 608, Florida Statutes.

  
\_\_\_\_\_  
Santiago A. Alpizar

Ricardo Martinez-Cid, P.A.  
2250 SW 3 Avenue, Ste. 203  
Miami, Florida 33129-2028  
Telephone # (305) 632-1950  
email: mtnezcid@aol.com  
Facsimile # (305) 854-9788

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

2018 DEC 20 PM 3:36

FILED

NOT A PUBLIC RECORD

**STATEMENT OF AUTHORITY**

We, OMAR BENITEZ and JOSE LUIS OBREGON, as Managers of OBBE MEDICAL-DENTAL BUILDING LLC, a Florida limited liability company (the "Company"), and pursuant to Florida Statutes §605.0302(1) do hereby submit the following Statement of Authority:

1. the name, street and mailing address and Florida Document Number of the limited liability company as appears on the records of the Florida Department of State, Division of Corporations are as follows:
  - a. Name: OBBE MEDICAL-DENTAL BUILDING LLC,  
a Florida limited liability company
  - b. Principal Address: 2250 SW 3 Avenue, Suite #202  
Miami, Florida 33129.
  - c. Mailing Address: 2250 SW 3 Avenue, Suite #202  
Miami, Florida 33129.
  - d. Document Number: L18000267401; and,
2. this Statement of Authority grants or sets limitations of authority on all persons or entities having the statute or position of a person in a company, whether as a member, transferee, manager, officer or otherwise, or to a specific person on the following:
  - a. OMAR BENITEZ and JOSE LUIS OBREGON, as Managers of the Company are hereby authorized to execute an instrument, deed, or conveyance transferring real property held in the name of the Company; and,
  - b. OMAR BENITEZ and JOSE LUIS OBREGON, as Managers of the Company are hereby authorized to enter into other transactions on behalf of, or otherwise act for or bind, the Company, including but not limited to the entering into any contract, lease, and any document necessary to obtain a loan in the name of the Company; and,
3. the foregoing Statement of Authority is outstanding and has not been modified or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and seal as Manager of OBBE MEDICAL-DENTAL BUILDING LLC, a Florida limited liability company, this December 12, 2018.

OBBE MEDICAL-DENTAL BUILDING LLC

BY:

OMAR BENITEZ

JOSE LUIS OBREGON,

as Manager, and Individually as Manager and Individually  
FLORIDA BAR NO. 157029 / AUDIT NUMBER: H18000352892 3

(COMPANY SEAL)

2018 DEC 20 PM 3:36

FILED