

L95000000039

TODD A. STERZOY
Holland and Knight

(Requestor's Name)
315 South Calhoun Street Suite 600
(Address)
Tallahassee, Florida 32302
(City, State, Zip) (Phone #)

400001385164
-01/20/95--01025--047
***1012.50 ***337.50

OFFICE USE ONLY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
65 JAN 17 PM 12:06

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. 5700 Realty Limited Company (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

Walk in Pick up time 1:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

1-17
KAN

5700 REALTY LIMITED COMPANY

95 JAN 17 PM 12:06

ARTICLES OF ORGANIZATION

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is 5700 Realty Limited Company (the "Company").

ARTICLE II. ADDRESS

The Company's principal street address and the Company's mailing address are:

5625 N. Bay Road, Miami Beach, Florida 33140

ARTICLE III. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

ARTICLE IV. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. REGISTERED AGENT AND OFFICE

The Company designates 3661 State Road 84, Fort Lauderdale, Florida 33312 as the street address of the initial registered office of the Company and names Howard Rosenberg the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE VI. ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

ARTICLE VII. CONTINUATION OF BUSINESS

The remaining members of the Company may continue the business of the Company upon 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.

ARTICLE VIII. MANAGEMENT

The Company shall be conducted, carried on, and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Managers shall also have the rights and responsibilities described in the Regulations of the Company. The names and addresses of the initial Managers are as follows:

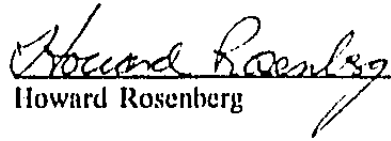
Howard rosenberg	3661 State Road 84, Fort Lauderdale, Florida
33312	

Such Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

ARTICLE IX. REGULATIONS

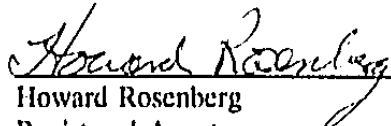
The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 10th day of January, 1995.


Howard Rosenberg

ACCEPTANCE OF REGISTERED AGENT

I agree to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.


Howard Rosenberg
Registered Agent

Dated: January 10, 1995

AFFIDAVIT

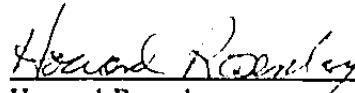
STATE OF FLORIDA

COUNTY OF BROWARD

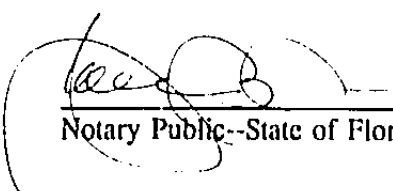
I, Howard Rosenberg, being first duly sworn, deposes and says:

1. That he is a duly authorized representative of a member of the 5700 Realty Limited Company, a Florida limited liability company (the "Company");
2. That the Company has at least two members;
3. That the members of the Company have contributed \$2,000.00 to the capital of the Company; and
4. That the members of the Company are expected to contribute no additional capital to the Company.

And further affiant sayeth not.


Howard Rosenberg

The foregoing instrument was acknowledged before me this 10th day of January, 1995, by Howard Rosenberg who ~~is personally known to me or~~ who produced Drivers License as identification.


Notary Public--State of Florida

Print Notary Name: _____
My Commission Number is: _____
My Commission Expires: _____



JANE B. RICKER
MY COMMISSION # CC269760 EXPIRES
April 23, 1997
BONDED THRU TROY FAIR INSURANCE, INC

L9500000039

Holland and Knight

(Requestor's Name)
 315 South Calhoun Street Suite 600
 (Address)
 Tallahassee, Florida 32302
 (City, State, Zip) (Phone #)

000001598200
 -09/26/95--01055--001
 ***915.00 ***105.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

*JLC
Amend*

1. 5700 Realty Co.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
 95 SEP 15 PM 1:11
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

Walk in
 Pick up time 1:00
 Mail out
 Will wait
 Photocopy
 Certified Copy
 Certificate of Status

NEW FILINGS	AMENDMENTS
<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Resignation of R.A., Officer/Director
<input type="checkbox"/> Limited Liability	<input type="checkbox"/> Change of Registered Agent, <u>9/15/95</u>
<input type="checkbox"/> Domestication	<input type="checkbox"/> Dissolution/Withdrawal
<input type="checkbox"/> Other	<input type="checkbox"/> Merger

52.50
 52.50
 105.00

OTHER FILINGS	REGISTRATION/ QUALIFICATION
<input type="checkbox"/> Annual Report	<input type="checkbox"/> Foreign
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Name Reservation	<input type="checkbox"/> Reinstatement
	<input type="checkbox"/> Trademark
	<input type="checkbox"/> Other

*ADH
ADH
ADH
ADH*

Examiner's Initials

CERTIFICATE OF AMENDMENT

**5700 REALTY LIMITED COMPANY,
a Florida limited liability company**

FIRST AMENDMENT TO ARTICLES OF ORGANIZATION

This Certificate of Amendment is entered into by and between the members of 5700 Realty Limited Company, a Florida limited liability company (the "Company"), and amends the Articles of Organization of the Company, which was formed on January 17, 1995, as follows:

ARTICLE I. NAME

The name of the limited liability company is 5700 Realty Limited Company.

ARTICLE II. DATE OF FILING OF ARTICLES OF ORGANIZATION

The Articles of Organization of the Company were filed on January 17, 1995.

ARTICLE III. SUPPLEMENTAL AFFIDAVIT

The Supplemental Affidavit attached hereto is hereby approved by the members and filed with the Florida Department of State.

All other matters remain in effect without change.

IN WITNESS WHEREOF, the members have executed this Certificate of Amendment on the dates set forth below.

Martin Kleiman
Martin Kleiman, as
trustee of that certain Martin
Kleiman 1995 Revocable Trust--I

Dated: January 30, 1995

Howard Rosenberg
Howard Rosenberg

Dated: Feb 7, 1995

FILED
95 SEP 15 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUPPLEMENTAL AFFIDAVIT

FILED
95 SEP 15 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF Polk)

I, Howard Rosenberg, being first duly sworn, depose and say:

- 1. That he is a duly authorized representative of a member of the 5700 Realty Limited Company, a Florida limited liability company (the "Company");
- 2. That the Company has at least two members;
- 3. That the members of the Company have contributed \$2,000.00 to the capital of the Company and certain interests in certain real property described as follows:

Lot 3, Block 4, PAN AMERICAN TERMINAL, according to the Plat thereof recorded in Plat Book 50, page 71 of the Public Records of Dade County, Florida.

4. The agreed value of the real property shall be as determined by an appraiser selected by the members. The value is not known at this time.

And further affiant sayeth not.

Howard Rosenberg
Howard Rosenberg

Sworn to and subscribed before me on this 21 day of February, 1995, by Howard Rosenberg, who is personally known to me or who produced 11/2 as identification.

Diane A. Depoy
Notary Public-State of Florida
Commission expiration:
Commission Number:
Seal:



DIANE A. DEPOY
MY COMMISSION # CC396853 EXPIRES
August 1, 1998
POWERED THROUGH TRYON INSURANCE, INC.