

L95000000384

Sue Zimmerman, Principal  
(Requestor's Name)

Katz, Aaron Elot  
(Address)

2699 S Bayshore Dr. 7th Fl  
(City, State, Zip) (Phone #)

Miami, FL 33133-5494  
305-556-2444

OFFICE USE ONLY

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

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #) 200001493742  
-05/18/95--01099--001
3. \_\_\_\_\_  
(Corporation Name) (Document #) \*\*\*\*675.00 \*\*\*\*337.50
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ 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

FILED  
SS MAY 18 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2,400,000.00

B. REGISTER MAY 19 1995

Examiner's Initials

FILED

95 MAY 18 AM 9:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

BAYSHORE DEVELOPERS V, L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

ARTICLE I

NAME

The name of the limited liability company is BAYSHORE DEVELOPERS V, L.C.

ARTICLE II

DURATION

The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

ARTICLE III

ADDRESS

The mailing and street address of the principal office of the limited liability company is 3701 Galt Ocean Drive, Fort Lauderdale, Florida 33308.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this company is 3701 Galt Ocean Drive, Fort Lauderdale, Florida 33308, and the name of the initial registered agent of this company at that address is RANDALL KELLA.

ARTICLE V

ADMISSION OF 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.

ARTICLE VI

RIGHT TO CONTINUE BUSINESS

The remaining members may continue the Business on the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

ARTICLE VII

MANAGEMENT OF COMPANY

Management of the company is reserved to the Members. The name and address of the Managerial Member is:

RANDALL KELLA

3701 Galt Ocean Drive  
Ft. Lauderdale, Florida 33308

ARTICLE VIII

TRANSFERABILITY OF MEMBER'S INTEREST

An interest of a Member of this company may only be transferred or assigned if all of the remaining Members of this company approve of such transfer or assignment by unanimous written consent. Otherwise, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of the company or to become a Member, and shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that Member otherwise would be entitled.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 15<sup>th</sup> day of May, 1995.

  
\_\_\_\_\_  
RANDALL KELLA, Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, I hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 15<sup>th</sup> day of May, 1995.

By: \_\_\_\_\_

RANDALL KELLA

ht\\...\\bayshore\\40430001\\organart.V

FILE

95 MAY 18 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AFFIDAVIT UNDER  
FLORIDA STATUTES 5608.407(2)

STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

Before the undersigned authority, personally appeared RANDALL KELLA, who, on oath says:

1. Affiant is a member of BAYSHORE DEVELOPERS V, L.C.
2. That BAYSHORE DEVELOPERS V, L.C. has at least two members.
3. The amount of cash and description and agreed value of the property other than cash contributed by the members is \$ 2,000,000 all cash.
4. The amount anticipated to be contributed by the members is \$ 400,000.

FURTHER AFFIANT SAYETH NAUGHT.

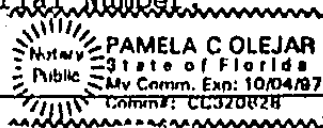
[Signature]  
RANDALL KELLA

Sworn to and subscribed before me this 12<sup>th</sup> day of May, 1995, by RANDALL KELLA, who is personally known to me or who has produced \_\_\_\_\_ as identification.

Pamela C. Olejar  
Signature

Pamela C. Olejar  
Print Name

NOTARY PUBLIC STATE OF FLORIDA  
Commission Expiration and  
Serial Number:



**FILE NOW: Fee after May 1, will be \$263.75**

**APPROVED  
AND  
FILED**

1996 APR -4 PM 1:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996	 FLORIDA DEPARTMENT OF STATE Sandra B. Matheson Secretary of State DIVISION OF CORPORATIONS
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<b>FILING FEE</b> <b>\$ 238.75</b>	Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>
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1. Name and Mailing Address of Limited Liability Company  <b>DOCUMENT #L95000000384</b>  DAYSHORE DEVELOPERS V, L.C. 3701 GALT OCEAN DRIVE FT LAUDERDALE FL 33308
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1a. Principal Place of Business Address  3701 GALT OCEAN DRIVE FT LAUDERDALE FL 33308
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If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2. Principal Place of Business <b>SAME</b> Suite, Apt #, etc.  City & State  Zip      Country	2a. Mailing Address Suite, Apt #, etc.  City & State  Zip      Country	3. Date Organized or Qualified <b>05/18/1995</b>	3a. State of Formation <b>FL</b>
		4. FET Number <b>45-0588398</b>	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
		5. Date of Last Report	6. Certificate of Status Desired <input type="checkbox"/> <b>AS 7% Additional Fee Required</b>

7. Name and Address of Current Registered Agent  <b>KELLA, RANDALL</b> <b>3701 GALT OCEAN DRIVE</b> <b>FT LAUDERDALE FL 33308</b>	8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt #, etc. City      Zip Code <b>FL</b>
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9. Pursuant to the provisions of Sections 608.416 and 608.501, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
(If Registered Agent Accepting Appointment: If Not, Registered Agent's name required when not changing)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	KELLA, RANDALL	3701 GALT OCEAN DRIVE	FT LAUDERDALE FL  600001776370 -04/11/96-01033-021 ***4238.75 ***4238.75

*WSP  
4/11/96*

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an Attachment with an address

SIGNATURE: *[Signature]* **Randall Kella** 4/1/96 954-561-4305