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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
1402 W FLAGLER ST  
SUITE 200  
MIAMI FL 33136-  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3604  
FAX: (305) 541-3770

(((H95000010007))) DOCUMENT TYPE: LIMITED LIABILITY COMPANY  
NAME: MICCOSUKEE ESTATE, LC  
FAX AUDIT NUMBER: H95000010007 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 09/08/1995 TIME REQUESTED: 13:51:34  
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NUMBER OF PAGES: 13 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$285.00 ACCOUNT NUMBER: 072450003255

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\*\* ENTER 'M' FOR MENU. \*\*  
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NUM Connect: 00:07:5

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
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9/13  
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FLORIDA DEPARTMENT OF STATE  
Sandra D. Mortham  
Secretary of State

September 11, 1995

EMPIRE CORPORATE KIT  
1492 W FLAGLER ST., STE. 200  
MIAMI, FL 33135

SUBJECT: MICCOSUKEE ESTATES, LC  
REF: W95000018192

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name of a Limited Liability Company must end with the words "limited company", or their abbreviation "L.C." "L.L.C." is not an acceptable suffix in the state of Florida. Please note the periods as punctuation must be included in the suffix.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala  
Document Specialist Supervisor

FAX Aud. #: H95000010007  
Letter Number: 795A00041710

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.**

The undersigned hereby 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 be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I  
NAME**

The name of the limited liability company shall be MICCOSUKEE ESTATES, L.C. and its principal place of business shall be 7603 Estrella Circle, Boca Raton, County of Palm Beach, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE II  
PURPOSES AND POWERS**

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

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all of the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth 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 the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

Page 1

Filed by: JORGE L. FORS, P.A., JORGE L. FORS, ESQ. FL BAR # 347 647  
1100 Ponce de Leon Blvd., Coral Gables, FL 33134

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JL. MC  
CUN  
JL  
4950000007  
JL

#95000010007

J.P. McK

Adm

C.C.

Exp

J.P. McK

Wm

#95000010007

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 thereof, 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 herein 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 such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may 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 herein set forth, either along or in association with others incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. 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 herein contained 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 the laws of the State of Florida, lawfully carry on, exercise, or do.

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ARTICLE III  
CAPITAL CONTRIBUTIONS

The initial capital contributions shall be as follows:

<u>Name</u>	<u>Contributions</u>
Christina Properties, Inc., a Panama Corporation	\$500,000.00 20 acres (Tracts 1, 2, 29, and 30)
Miguel Londono	\$125,000.00 5 acres (Tracts 3 and 4)
Gonzalo Aristizabal	\$125,000.00 5 acres (Tracts 3 and 4)
Maria Christina Londono de la Espriella	\$250,000.00 10 acres (Tracts 5 and 6)
Gonzalo Cardona	\$125,000.00 5 acres (Tract 25)
Five London Corporation, a Panama Corporation	\$250,000.00 10 acres (Tracts 26 and 27)
Gabriel Londono	\$125,000.00 5 acres (Tract 28)
Leon Londono	\$125,000.00 5 acres (Tract 31)
Edgar Londono	\$125,000.00 5 acres (Tract 32)

All the foregoing tracts are contained in the Northeast 1/4 of Section 30, Township 46 South, Range 42 East, in Palm Beach County, Florida, as recorded in Plat Book 2, Page 26 of the public records of Palm Beach County, Florida.

The contributions stated above consisting of real property have an agreed total fair market value of \$1,750,000.00. Additional contributions may be made as required and as determined by unanimous action of the members.

ARTICLE IV  
PROFITS AND LOSSES

- Sharing of Profits. The members shall be entitled to the

Filed by: JORGE L. FORS, P.A., JORGE L. FORS, ESQ. FL BAR # 347 647  
1108 Ponce de Leon Blvd., Coral Gables, FL 33134

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W. M.

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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 allocation of profits on the basis of the member's relative capital account. The distributive share of the profits shall be determined and, only by unanimous consent of the members, paid to the members on such date or dates as the members shall specify.

2. **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.

ARTICLE V  
LIMITED LIABILITY COMPANY POWERS,  
MANAGEMENT AND REGULATIONS

This limited liability company shall be managed by the members in proportion to their contributions to the capital of the company. 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. The names and addresses of the persons who shall serve as such until the first annual meeting of members or until their successor(s) are elected and qualify are as follows:

1. Christina Properties, a Panama Corporation  
7603 Estrella Circle  
Boca Raton, FL 33433
2. Miguel Londono  
7603 Estrella Circle  
Boca Raton, FL 33433
3. Gonzalo Aristizabal  
7603 Estrella Circle  
Boca Raton, FL 33433
4. Maria Christina Londono de la Espriella  
7603 Estrella Circle  
Boca Raton, FL 33433
5. Gonzalo Cardona  
7603 Estrella Circle  
Boca Raton, FL 33433

Filed by: JORGE L. FORS, P.A., JORGE L. FORS, ESQ. FL BAR # 347 647  
1108 Ponce de Leon Blvd., Coral Gables, FL 33134

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6. Five London Corporation, a Panama Corporation  
7603 Estrella Circle  
Boca Raton, FL 33433
  7. Gabriel Londono  
7603 Estrella Circle  
Boca Raton, FL 33433
  8. Leon Londono  
7603 Estrella Circle  
Boca Raton, FL 33433
  9. Edgar Londono  
7603 Estrella Circle  
Boca Raton, FL 33433

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.

No regulation of this limited liability company may be adopted, changed or revoked without the approval of the members holding at least 51% of the membership interests.

ARTICLE VI  
DURATION

This limited liability company shall exist for thirty (30) years from the date of filing these Articles of Organization with the Department of State or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII  
PRINCIPAL PLACE OF BUSINESS

The street address of the initial principal of office of this limited liability company shall be located at 7603 Estrella Circle, Boca Raton, FL 33433.

ARTICLE VIII  
INITIAL REGISTERED OFFICE AND  
REGISTERED AGENT

The name of the initial registered agent of the limited liability company is Fernan Jaramillo, whose address is 7603 Estrella Circle, Boca Raton, FL 33433.

Page 5

Filed By: JORGE L. FORS, F.A., JORGE L. FORS, ESQ. FL BAR # 347 647  
1108 Ponce de Leon Blvd., Coral Gables, FL 33134

19500010007  
Luna  
J.C.  
J.P.  
J.R.  
J.S.  
J.T.  
J.V.  
J.W.  
J.X.  
J.Y.  
J.Z.

495000010007

ARTICLE IX  
RESTRICTIONS ON MEMBERSHIP

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 as provided in the regulations of the company or a written agreement among the members.

Upon 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 upon unanimous consent of such remaining members.

ARTICLE X  
RECITATIONS

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of MICCOSUKER ESTATES, LC; that the company has at least two members; that the amounts of cash or agreed value and description of property other than cash contributed by the members as set forth in Article III are true and correct.

Executed by the undersigned at the place and date next to each member's name:

STATE OF FLORIDA )  
COUNTY OF DADE )

SS

Christina Properties, a  
Panama Corporation,  
By: [Signature]  
Name: JOSE B. LONDONO SUAREZ  
Title: PRESIDENT

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared JOSE B. LONDONO SUAREZ, PRESIDENT (Position) of Christina Properties, a Panama Corporation, who is authorized to act on behalf of the corporation known to me or who produced an identification PASSPORT (COLOMBIAN) and known by me to be the person(s) who executed the foregoing Articles of Organization, and he/she acknowledged before me that he/she executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto hand and affixed my official seal, in the State and County aforesaid, this 13 day of July, 1995.

Filed by: JORGE L. FORG, P.A., JORGE L. FORG, ESQ. FL BAR # 347 647 1108 Ponce de Leon Blvd., Coral Gables, FL 33134

NOTARY PUBLIC  
MY COMMISSION EXPIRES 12/31/95  
RONALD HARRIS

495000010007  
G.C.  
Coral Gables, FL

495000010007  
[Signature]



195000010007  
 JG

IN WITNESS WHEREOF, I have hereunto set me hand and affixed my official seal, in the State and County aforesaid, this 14th day of July, 1995.

*[Signature]*  
 Name: Dynthia Ramirez  
 NOTARY PUBLIC,  
 STATE OF Massachusetts.

My Commission Expires: 7/22/99

STATE OF Massachusetts  
 COUNTY OF Suffolk } SS

*[Signature]*  
 Miguel Londono

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Miguel Londono, known to me or who produced as identification Ma. License and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set me hand and affixed my official seal, in the State and County aforesaid, this \_\_\_ day of \_\_\_\_\_, 1995.

Name: \_\_\_\_\_  
 NOTARY PUBLIC,  
 STATE OF \_\_\_\_\_

My Commission Expires:  
 Republic of Colombia  
 Capital District  
 City of BOGOTA } SS  
 STATE OF Colombia  
 Embassy of the  
 Country of Colombia  
 United States of America }

*[Signature]*  
 Gonzalo Aristizabal

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Gonzalo Aristizabal, known to me or who produced as identification Colombian ID Card and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set me hand and affixed my official seal, in the State and County aforesaid, this 27th day of June, 1995.

*[Signature]*

*[Vertical signatures]*  
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*[Handwritten initials]*

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NOTARY

Carlos Gockburn  
NOTARY PUBLIC,  
STATE OF Florida  
~~United States of America~~

My Commission Expires: Indefinitely  
Republic of Colombia  
Capital District  
City of Santa Fe de Bogota }  
Embassy of the }  
United States of America } SS

Maria Christina Londono  
Maria Christina Londono  
de la Esperiella

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Maria Christina Londono de la Esperiella, known to me or who produced as identification Colombian ID card and known by me to be the person who executed the foregoing Articles of Organization, and she acknowledged before me that she executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of June, 1995.

~~Name: Robyn Hooker~~  
~~NOTARY PUBLIC,~~  
~~STATE OF FLORIDA~~  
ROBYN HOOKER

My Commission Expires: indefinite

Vice Consul of the  
United States of America

STATE OF Republic of Colombia  
Capital District  
City of Santa Fe de Bogota }  
Embassy of the }  
United States of America } SS

Gonzalo Cardona  
Gonzalo Cardona

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Gonzalo Cardona, known to me or who produced as identification Colombian ID card and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23rd day of June, 1995.

Name: \_\_\_\_\_

100010001CH4

My Commission Expires: indefinite

*Carl S. Coakley*

~~XXXXXXXXXXXXXXXXXXXX~~  
~~XXXXXXXXXXXX~~ Carl S. Coakley  
Consul of the  
United States of A

STATE OF \_\_\_\_\_ }  
COUNTY OF \_\_\_\_\_ } SS

Five London Corporation, a  
Panama Corporation  
By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared \_\_\_\_\_, \_\_\_\_\_ (Position) of Five London Corporation, a Panama Corporation, who is authorized to act on behalf of the corporation, known to me or who produced an identification \_\_\_\_\_ and known by me to be the person who executed the foregoing Articles of Organization, and he/she acknowledged before me that he/she executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this \_\_\_\_\_ day of \_\_\_\_\_, 1995.

Name: \_\_\_\_\_  
NOTARY PUBLIC,  
STATE OF \_\_\_\_\_

My Commission Expires:  
Republic of Colombia  
Capital District  
City of Santa Fe de Bogota } SS  
Embassy of the  
United States of America } SS  
~~XXXXXXXXXXXX~~

*G. Ann Ann*  
\_\_\_\_\_  
Gabriel Londono

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Gabriel Londono, who is known to me or who produced an identification Colombian ID card and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of June, 1995.

Filed by: JORGE L. FORS, P.A., JORGE L. FORS, ESQ. FL BAR # 347 647  
1108 Ponce de Leon Blvd., Coral Gables, FL 33134

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100010001CH4

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My Commission Expires: Indefinite  
Republic of Colombia  
Capital District  
City of Santa Fe de Bogota } ss.  
Embassy of the  
United States of America

Name: Roslyn Hooker  
NOTARY PUBLIC,  
STATE OF FLORIDA  
ROSALYN HOOKER  
Vice Consul of the  
United States of America  
Leon Londono

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Leon Londono, who is known to me or who produced as identification Colombian ID card and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set me hand and affixed my official seal, in the State and County aforesaid, this 22nd day of June, 1995.

My Commission Expires: Indefinite  
Republic of Colombia  
Capital District  
City of Santa Fe de Bogota } ss.  
Embassy of the  
United States of America

Name: Roslyn Hooker  
NOTARY PUBLIC,  
STATE OF FLORIDA  
ROSALYN HOOKER  
Vice Consul of the  
United States of America  
Edgar Londono

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Edgar Londono, who is known to me or who produced as identification Colombian ID Card and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set me hand and affixed my official seal, in the State and County aforesaid, this 23rd day of June, 1995.

My Commission Expires: Indefinitely

Carl S. Cockburn  
Name: Carl S. Cockburn  
NOTARY PUBLIC,  
STATE OF FLORIDA  
Carl S. Cockburn  
Consul of the  
United States of America

Handwritten notes and signatures on the left margin, including initials and the number 1001000000007.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
MICCOSUKEE ESTATES, L.C.

The undersigned member or authorized representative of a member of MICCOSUKEE ESTATES, L.C. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$-0-.
3. If any, the agreed value of property other than cash contributed by member(s) is \$1,750,000.00. A description of the property is as follows:

<u>Name</u>	<u>Contributions</u>
Christina Properties, Inc., a Panama Corporation	\$500,000.00 20 acres (Tracts 1, 2, 29, and 30)
Miguel Londono	\$125,000.00 5 acres (Tracts 3 and 4)
Gonzalo Aristizabal	\$125,000.00 5 acres (Tracts 3 and 4)
Maria Christina Londono de la Espriella	\$250,000.00 10 acres (Tracts 5 and 6)
Gonzalo Cardona	\$125,000.00 5 acres (Tract 25)
Five London Corporation, a Panama Corporation	\$250,000.00 10 acres (Tracts 26 and 27)
Gabriel Londono	\$125,000.00 5 acres (Tract 28)
Leon Londono	\$125,000.00 5 acres (Tract

JORGE L. FORS, ESQ.  
FL. BAR NO. 347 647  
1108 POUCE DE LEON BLVD.  
CORAL GABLES, FL 33134  
(305) 448-5977

Page 1

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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31)

Edgar Londono

\$125,000.00 5 acres (Tract

32)

All the foregoing tracts are contained in the Northeast 1/4 of Section 30, Township 46 South, Range 42 East, in Palm Beach County, Florida, as recorded in Plat Book 2, Page 26 of the public records of Palm Beach County, Florida.


The contributions stated above consisting of real property have an agreed total fair market value of \$1,750,000.00.

4. The total amount of cash or property anticipated to be contributed by member(s) is \$1,750,000.00. This total includes amounts from 2 and 3 above.

Executed by the undersigned at the place and date indicated:

STATE OF FLORIDA }  
COUNTY OF DADE }

SS

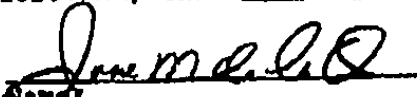
  
Jorge H. Fors, Esq.  
Authorized Representative

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Jorge L. Fors, Esq., Authorized Representative, (Position) of MICCOSUKEE ESTATES, L.C., who is authorized to act on behalf of the corporation known to me or who produced as identification \_\_\_\_\_ and known by me to be the person(s) who executed the foregoing and he acknowledged before me that he executed those Articles of Organization and the statements contained therein are true.

IN WITNESS WHEREOF, I have hereunto set me hand and affixed my official seal, in the State and County aforesaid, this 12<sup>th</sup> day of September, 1995.

My Commission Expires:



  
Name: \_\_\_\_\_  
JOSE M. BELAO NOTARY PUBLIC,  
COMMISSION # 0044800 State of Florida  
EXPIRES AUG 8, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

4950000/007

LOOK 00005614

MICCOSUKEE ESTATES, L.C.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 608.415, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: MICCOSUKEE ESTATES, L.C.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF BOCA RATON, STATE OF FLORIDA, HAS NAMED FERNAN JARAMILLO LOCATED AT 7603 ESTRELLA CIRCLE CITY OF BOCA RATON, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Christina Properties, a Panama Corporation

By: [Signature]  
Name: [Signature]  
Title: [Signature]

Miguel Fco. Londono  
Miguel Londono

[Signature]  
Gonzalo Aristizabal

Maria Cristina Londono  
Maria Christina Londono de la Espriella

[Signature]  
Gonzalo Cardona

Five London Corporation, a Panama Corporation  
By: [Signature]  
Name: [Signature]  
Title: [Signature]

[Signature]  
Gabriel Londono

[Signature]  
Eduardo Londono

[Signature]  
Eduardo Londono

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE [Signature]  
FERNAN JARAMILLO

DATE August 3, 1995

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LOOK 00005614

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

**APPROVED  
AND  
FILED**

1996 JUL 22 PM 1:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Moritum  
Secretary of State  
DIVISION OF CORPORATIONS

**FILING FEE**  
\$ 230.75 Annual Report \$100.00 + \$130.75 Corporation Supplemental Fee  
**Make Check Payable To: FLORIDA DEPARTMENT OF STATE**

**DOCUMENT #L95000000698**

**1. Name and Mailing Address of Limited Liability Company**

MICCOSUKEE ESTATES, L.C.  
7603 ESTRELLA CIRCLE  
BOCA RATON FL 33433

**1a. Principal Place of Business Address**

7603 ESTRELLA CIRCLE  
BOCA RATON FL 33433

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

**2. Principal Place of Business**

2a. Mailing Address

Suite, Apt. #, etc. Suite, Apt. #, etc.

City & State City & State

Zip Country Zip Country

**3. Date Organized or Qualified** 09/13/1995 **3a. State of Formation** FL

**4. FEI Number** 65-0674192  Applied For  Not Applicable

**5. Date of Last Report** **6. Certificate of Status Desired**

An "S" Addition Fee Required

**7. Name and Address of Current Registered Agent**

JARAMILLO, FERNAN  
7603 ESTRELLA CIRCLE  
BOCA RATON FL 33433

**8. Name and Address of New Registered Agent**

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc. 000001903210  
-07/24/96--01055--003

City \*\*\*\*263-75 Zip Code \*\*\*\*263-75  
**FL**

9. Pursuant to the provisions of Sections 608.416 and 608.508, 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 \_\_\_\_\_  
(Registered Agent Accepts Appointment) (NOTE: Registered Agent's signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	<del>CHRISTINA PROPERTIES</del>	7603 ESTRELLA CIRCLE	BOCA RATON FL
MGRM	<del>LONDONO, MIGUEL</del>	7603 ESTRELLA CIRCLE	BOCA RATON FL
MGRM	<del>ARISTIZABAL, GONZALO</del>	7603 ESTRELLA CIRCLE	BOCA RATON FL
MGRM	<del>DE LA ESPRIELLA, MARIA</del>	7603 ESTRELLA CIRCLE	BOCA RATON FL
MGRM	<del>CARDONA, GONZALO</del>	7603 ESTRELLA CIRCLE	BOCA RATON FL
MGRM	<del>LONDONO, GABRIEL</del>	7603 ESTRELLA CIRCLE	BOCA RATON FL
MGRM	FERNAN I. JARAMILLO	7603 ESTRELLA CIRCLE	BOCA RATON FL

250  
7/23/96

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: Jaramillo 2-7-96 (407)483749  
SIGNATURE AND TYPED PRINTED NAME OF SIGNING MANAGER OR MEMBER DATE



L9500000698

LAW OFFICES OF  
JOSÉ A. NAVARRO, P.A.  
SUITE 104  
7080 WEST FLAGLER STREET  
MIAMI, FLORIDA 33144

TELEPHONE  
13051 266-8600  
FAX  
13051 264-4447

JOSÉ A. NAVARRO, ESQ

May 12, 1997

Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Miccosukee Estates L.C.  
Our File No.: 96R6470

Dear Sir or Madam:

Enclosed please find the following:

1. Certificate of Amendment of Organization of Miccosukee Estates, L.C. (First Amendment).
2. Amended Affidavit of Membership and Contributions of Miccosukee Estates, L.C. (First Amendment).
3. This firm's check no. 5086 in the sum of \$52.50 representing the filing fee of Certificate of Amendment (First Amendment).
4. Certificate of Amendment of Organization of Miccosukee Estates, L.C. (Second Amendment).
5. Amended Affidavit of Membership and Contributions of Miccosukee Estates, L.C. (Second Amendment).
6. This firm's check no. 5085 in the sum of \$52.50 representing the filing fee of Certificate of Amendment (Second Amendment).
7. This firm's check no. 5087 in the sum of \$105.00 to provide us with a certified copy after filing of the First and Second Amendment enclosed herewith.

If there should be any questions, please do not hesitate to contact the undersigned.

Very truly yours,

*José A. Navarro*

JOSE A. NAVARRO, ESQ.

FILING 52.50  
 R. AGENT \_\_\_\_\_  
 CERT. COPY 52.50  
 CUS \_\_\_\_\_  
 OVERPAYMENT \_\_\_\_\_  
 TOTAL 105

JAN/tdg  
Encs.

6470dept.ltr\mip corr

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 19 AM 9:39

Amendment  
Sp 5/30/97

700002182567--7  
 -05/19/97--01038--001  
 \*\*\*\*\*52.50 \*\*\*\*\*52.50  
 700002182567--7  
 -05/19/97--01038--002  
 \*\*\*\*\*52.50 \*\*\*\*\*52.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 19 AM 9:39

PREPARED BY:  
JOSE A. NAVARRO, ESQ.  
7950 W. Flagler Street  
Suite 104  
Miami, Florida 33144  
(305) 266-8600

CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

Pursuant to Article V of the Articles of Organization of Miccosukee Estates, L.C. and Section 608.411 of the Florida Limited Liability Company Act, the undersigned limited company adopts the following Amendments:

1. The name of the limited liability company is:

MICCOSUKEE ESTATES, L.C.

2. The original Articles of Organization were filed on September 13, 1995 and assigned Document Number L95000000698.

3. The members of the limited company has not yet transferred or conveyed the real estate involved but intend to do so as soon as this amendment is filed. The limited liability company has not been involved in any business activity since its organization.

4. Article III - Capital Contributions: is modified to reflect the correct initial members and the correct amount of the initial capital contribution by deleting Article III and replacing it as follows:

ARTICLE III  
CAPITAL CONTRIBUTIONS

The initial capital contributions shall be as follows:

<u>Name</u>	<u>Contributions</u>
Christina Properties, Inc. a Panamanian corporation	\$200,000.00 20 acres - Tracts 1, 2, 29 & 30
Miguel Londono and Gonzalo Aristizabal	\$100,000.00 10 acres - Tract 3 & 4

Maria Christina Londono de la Espriella	\$100,000.00 10 acres - Tract 5 & 6
Gonzalo Cardona	\$50,000.00 5 acres - Tract 25
Five London Corporation a Panamanian corporation	\$100,000.00 10 acres Tracts 26 & 27
Gabriel Londono	\$50,000.00 5 acres - Tract 28
Leon Londono	\$50,000.00 5 acres - Tract 31
Edgar Londono	\$50,000.00 5 acres - Tract 32
Fernan Jaramillo, as Trustee	\$100,000.00 10 acres - Tracts 7 & 8

All the foregoing tracts are contained in the Northeast 1/4 of Section 30, Township 46 South, Range 42 East, in Palm Beach County, Florida, as recorded in Plat Book 2, Page 26 of the Public Records of Palm Beach County, Florida.

The contributions stated above consisting of real property (80 acres at \$10,000.00 per acre) have an agreed total fair market value of \$800,000.00. Additional contributions may be made as required and as determined by unanimous action of the members.

5. All other provisions in the Articles of Organization remain in full force and effect.

The undersigned being all the present and new members of Miccosukee Estates, L.C., a limited liability company hereby approves this Certificate of Amendment to the Articles of Organization by the unanimous consent of all its members.

Executed by the undersigned at the place and date reflected by each acknowledgment, as attached hereto and forming a part hereof.

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

CHRISTINA PROPERTIES, INC.,  
a Panamanian corporation

By: J. B. Condozo  
Name: J. B. Condozo  
Title: President

STATE OF FLORIDA )  
                                  ) ss:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 11th  
day of APRIL, 1997, by J. B. Condozo, as  
President of Christina Properties, Inc., a Panamanian corporation.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

Vicente Moreno  
Notary Public, State of FLORIDA  
Print Name: VICENTE MORENO DE LA E.  
Commission No: \_\_\_\_\_

My Commission Expires:



VICENTE MORENO  
My Commission CC450122  
Expires May, 28, 1999  
Bonded by NFNU  
800-224-8368

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.L.C.  
(FIRST AMENDMENT)

Miguel Londono  
Miguel Londono

STATE OF Massachusetts  
COUNTY OF Suffolk )<sup>SS:</sup>

The foregoing instrument was acknowledged before me this 31  
day of March, 1997, by Miguel Londono.


[ ] who is personally known to me; or  
[X] who has produced Drivers License as identification.

Patricia Doherty  
Notary Public, State of Massachusetts  
Print Name: Patricia Doherty  
Commission No: \_\_\_\_\_

My Commission Expires:

Patricia Doherty  
NOTARY PUBLIC  
My Commission expires Nov. 2, 2001

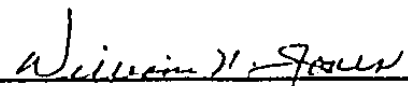
EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

  
\_\_\_\_\_  
Gonzalo Aristizabal

STATE OF FLORIDA )  
 ) ss:  
COUNTY OF DADA )

The foregoing instrument was acknowledged before me this 12 day  
of APRIL, 1997, by Gonzalo Aristizabal.

() who is personally known to me; or  
( ) who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of FLORIDA  
Print Name: William N. Jones  
Commission No: \_\_\_\_\_



William N. Jones  
MY COMMISSION # CC571588 EXPIRES  
October 19, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

My Commission Expires:

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

Maria Cristina Londono  
Maria Christina Londono  
de la Espriella

STATE OF Florida )  
COUNTY OF DADE ) ss:

The foregoing instrument was acknowledged before me this 11th  
day of APRIL, 1997, by Maria Christina Londono de la  
Espriella.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

Vicente Moreno  
Notary Public, State of FLORIDA  
Print Name: VICENTE MORENO DE LA E.  
Commission No: \_\_\_\_\_

My Commission Expires:



VICENTE MORENO  
My Commission CC480122  
Expires May. 26, 1999  
Bonded by NFNU  
800-224-6368

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

*Gonzalo Cardona*  
Gonzalo Cardona

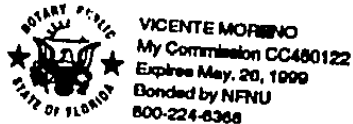
STATE OF FLORIDA )  
  ) SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 11<sup>th</sup>  
day of APRIL, 1997, by Gonzalo Cardona.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

*Vicente Moreno*  
Notary Public, State of \_\_\_\_\_  
Print Name: VICENTE MORENO DE LA E.  
Commission No: \_\_\_\_\_

My Commission Expires:





EXECUTION AND ACKNOWLEDGEMENT OF  
 CERTIFICATE OF AMENDMENT TO THE  
 ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.L.C.  
 (FIRST AMENDMENT)

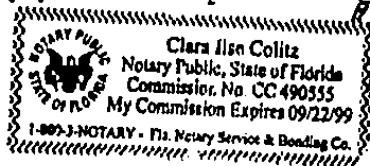
FIVE LONDON CORPORATION,  
 a Panamanian corporation

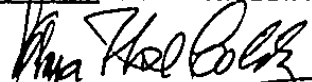
By:   
 Name: FRANCISCO LEON LONDONO  
 Title: PRESIDENT

STATE OF FLORIDA )  
 ) SS:  
 COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
 day of APRIL, 1997, by FRANCISCO LEON LONDONO, as  
 President of Five London Corporation, a Panamanian corporation.

who is personally known to me; or  
 who has produced PASSPORT N° C.C. 19710159 as identification.  
FF 143 954



  
 Notary Public, State of FLORIDA  
 Print Name: CLARA ILSE COLLITZ  
 Commission No: CC 490555

My Commission Expires:

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

*G. Londono*

\_\_\_\_\_  
Gabriel Londono

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

The foregoing instrument was acknowledged before me this 11<sup>th</sup>  
day of APRIL, 1997, by Gabriel Londono.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

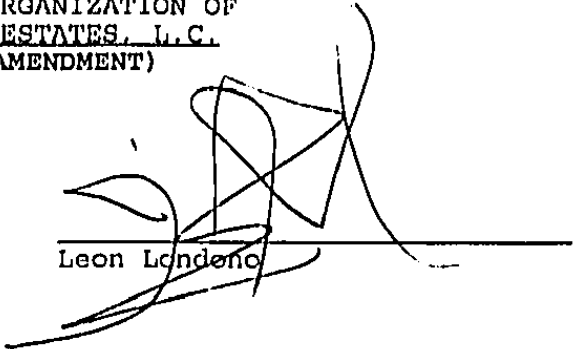
\_\_\_\_\_  
Notary Public, State of FLORIDA  
Print Name: VICENTE MORENO DE LA E.  
Commission No: \_\_\_\_\_

My Commission Expires:



VICENTE MORENO  
My Commission CC480122  
Expires May. 28, 1999  
Bonded by NFNU  
810-224-8388

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

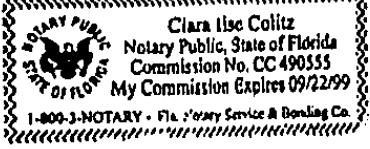
  
\_\_\_\_\_  
Leon Londono


STATE OF Florida )  
                                      ) SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
day of APRIL, 1997, by Leon Londono.

who is personally known to me; or  
 who has produced PASSPORT N.C.C. 13210159 as identification.

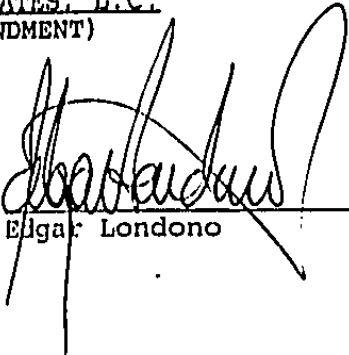
PF143954



  
\_\_\_\_\_  
Notary Public, State of Florida  
Print Name: CLARA ILSE COLLITZ  
Commission No: CC 490555

My Commission Expires:

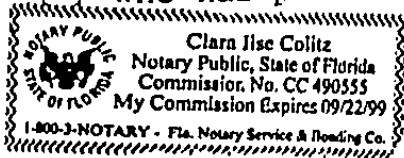
EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

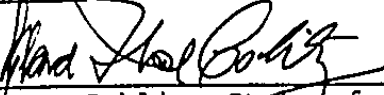
  
Edgar Londono

STATE OF Florida )  
                                ) SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
day of APRIL, 1997, by Edgard Londono.

who is personally known to me; or  
 who has produced PASSPORT # PE028780 as identification.



  
Notary Public, State of Florida.  
Print Name: CLARA IISE COLITZ  
Commission No: CC 490555

My Commission Expires:

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

Fernan Jaramillo  
Fernan Jaramillo, as Trustee

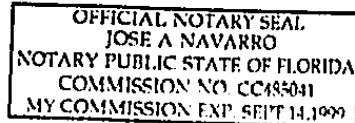
STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

The foregoing instrument was acknowledged before me this 12  
day of APRIL, 1997, by Fernan Jaramillo, as Trustee.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

Jose A. Navarro  
Notary Public, State of FLORIDA  
Print Name: JOSE A NAVARRO  
Commission No: \_\_\_\_\_

My Commission Expires:



6470cert.amc\mip corr

AMENDED AFFIDAVIT OF  
MEMBERSHIP AND CONTRIBUTIONS  
MICCOSUKEE ESTATES, L.C.  
(FIRST AMENDMENT)

The undersigned member or authorized representative of a member of MICCOSUKEE ESTATES, L.C., deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$-0-.
3. If any, the agreed value of property other than cash contributed by member(s) is \$800,000.00. A description of the property is as follows:

<u>Name</u>	<u>Contributions</u>
Christina Properties, Inc. a Panamanian corporation	\$200,000.00 20 acres - Tracts 1, 2, 29 & 30
Miguel Londono and Gonzalo Aristizabal	\$100,000.00 10 acres - Tract 3 & 4
Maria Christina Londono de la Espriella	\$100,000.00 10 acres - Tract 5 & 6
Gonzalo Cardona	\$50,000.00 5 acres - Tract 25
Five London Corporation a Panamanian corporation	\$100,000.00 10 acres Tracts 26 & 27
Gabriel Londono	\$50,000.00 5 acres - Tract 28
Leon Londono	\$50,000.00 5 acres - Tract 31
Edgar Londono	\$50,000.00 5 acres - Tract 32
Fernan Jaramillo, as Trustee	\$100,000.00 10 acres - Tracts 7 & 8

All the foregoing tracts are contained in the Northeast 1/4 of Section 30, Township 46 South, Range 42 East, in Palm Beach County, Florida, as recorded in Plat Book 2, Page 26 of the Public Records of Palm Beach County, Florida.

The contributions stated above consisting of real property have an agreed total fair market value of \$800,000.00.

4. The total amount of cash or property anticipated to be contributed by member(s) is \$800,000.00. This total includes amount from 2 and 3 above.

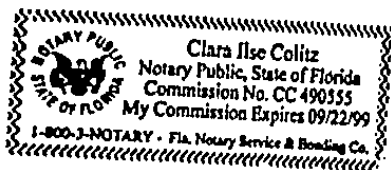
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12<sup>th</sup> day of April, 1997.

Fernan Jaramillo  
Fernan Jaramillo  
Managing Partner

STATE OF FLORIDA     )  
                                  ) ss.  
COUNTY OF DADE     )

12<sup>th</sup> The foregoing instrument was acknowledged before me this day of April, 1997, by Fernan Jaramillo, as Managing Member of Miccosukee Estates, L.C.

who is personally known to me or  
 has produced Florida Driver's License as identification.



Clara Ilse Colitz  
Notary Public, State of Florida  
Print Name: CLARA ILSE COLITZ  
Commission No. CC 490555

My Commission Expires:

2  
L95000000698

LAW OFFICES OF  
JOSE A. NAVARRO, P.A.  
SUITE 104  
7080 WEST FLAGLER STREET  
MIAMI, FLORIDA 33144

TELEPHONE  
13051 266-8800

JOSE A. NAVARRO ESQ

Ma

Department of State  
P.O. BOX 6327  
Tallahassee, Florida 32314

Re: Miccosukee Estates L.  
Our File No.: 96R6470

100002182571--5  
-05/19/97--01038--003

\*\*\*\*105.00 \*\*\*\*105.00  
Office Use Only

Dear Sir or Madam:

Enclosed please find the following:

1. Certificate of Amendment of Organization of Miccosukee Estates, L.C. (First Amendment).
2. Amended Affidavit of Membership and Contributions of Miccosukee Estates, L.C. (First Amendment).
3. This firm's check no. 5086 in the sum of \$52.50 representing the filing fee of Certificate of Amendment (First Amendment).
4. Certificate of Amendment of Organization of Miccosukee Estates, L.C. (Second Amendment).
5. Amended Affidavit of Membership and Contribution of Miccosukee Estates, L.C. (Second Amendment).
6. This firm's check no. 5085 in the sum of \$52.50 representing the filing fee of Certificate of Amendment (Second Amendment).
7. This firm's check no. 5087 in the sum of \$105.00 to provide us with a certified copy after filing of the First and Second Amendment enclosed herewith.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 19 PM 8:40

If there should be any questions, please do not hesitate to contact the undersigned.

Very truly yours,

JOSE A. NAVARRO, ESQ.

FILING 52.50  
R. AGENT \_\_\_\_\_  
CERT. COPY 52.50  
CUS \_\_\_\_\_  
OVERPAYMENT \_\_\_\_\_  
TOTAL 105

JAN/tdg  
Encs.

6470dept.ltr/mfp corr

Amendment

5/20/97



97 MAY 19 AM 9:40

CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

Pursuant to Article V of the Articles of Organization of Miccosukee Estates, L.C. and Section 608.411 of the Florida Limited Liability Company Act, the undersigned limited company adopts the following Amendments:

1. The name of the limited liability company is:

MICCOSUKEE ESTATES, L.C.

2. The original Articles of Organization were filed on September 13, 1995 and assigned Document Number L95000000698.

3. Article III - Capital Contributions, is modified to reflect the addition of new members and the deletion of existing members resulting from the conveyance, sale, exchange and transfers of the members interest as follows:

a) Members Deleted

	<u>NAME</u>	<u>INTEREST</u>
i.	Christina Properties, Inc. a Panamanian corporation	25.00%
ii.	Miguel Londono and Gonzalo Aristizabal	12.50%
iii.	Maria Christina Londono de la Espriella	12.50%
iv.	Gonzalo Cardona	6.25%
v.	Five London Corporation, a Panamanian corporation	12.50%
vi.	Gabriel Londono	6.25%
vii.	Leon Londono	6.25%
viii.	Edgar Londono	6.25%
ix.	Fernan Jaramillo, Trustee	<u>12.50%</u> 100.00%

b) Members Added

	<u>NAME</u>	<u>INTEREST</u>
i.	Hayward's Heath Investments of Florida	29.8600%
ii.	Meranti Enterprises N.V.	28.7000%
iii.	Susana de Dangond	11.5750%
iv.	Fernan Jaramillo	24.0775%
v.	Interfin Corporation, a Panamanian corporation	<u>5.7875%</u> 100.00%

c) The original contribution in the total sum of \$800,000.00 remains unchanged and subject to the members percentage interest provided in (b), above.

4. Article V - Limited Liability Company Powers, management and regulations is amended to reflect the additions and deletions of the members as follows:

a) Members Deleted

- i. Christina Properties, Inc.,  
a Panamanian corporation
- ii. Miguel Londono and Gonzalo  
Aristizabal
- iii. Maria Christina Londono  
de la Espriella
- iv. Gonzalo Cardona
- v. Five London Corporation,  
a Panamanian corporation
- vi. Gabriel Londono
- vii. Leon Londono
- viii. Edgar Londono

b) Members Added

i. Hayward's Heath Investments of Florida  
Address: P.O. Box 601755  
North Miami Beach, FL 33160

ii. Meranti Enterprises N.V.  
Address: 7603 Estrella Circle  
Boca Raton, FL 33433

iii. Susana de Dangond  
Address: 7603 Estrella Circle  
Boca Raton, FL 33433

iv. Fernan Jaramillo  
Address: 7603 Estrella Circle  
Boca Raton, FL 33433

v. Interfin Corporation  
Address: 7603 Estrella Circle  
Boca Raton, FL 33433

c) The managing member for the limited liability company shall be:  
FERNAN JARAMILLO  
7603 Estrella Circle  
Boca Raton, Florida 33433

5. All other provisions in the Articles of Organization remain in full force and effect.

The undersigned being all the present and new members of Miccosukee Estates, L.C., a limited liability company hereby approves this Certificate of Amendment to the Articles of Organization by the unanimous consent of all its members.

Executed by the undersigned at the place and date reflected by each acknowledgment attached hereto.

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

CHRISTINA PROPERTIES, INC.,  
a Panamanian corporation

By: J. B. Condono  
Name: J. B. CONDONO -  
Title: President -

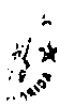
STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

The foregoing instrument was acknowledged before me this 11<sup>th</sup>  
day of APRIL, 1997, by J. B. CONDONO, as  
President of Christina Properties, Inc., a Panamanian corporation.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

Vicente Moreno  
Notary Public, State of FLORIDA  
Print Name: VICENTE MORENO DE LA P.  
Commission No: \_\_\_\_\_

My Commission Expires:

 VICENTE MORENO  
My Commission CC450122  
Expires May. 26, 1999  
Bonded by NFNU  
800-224-6366



VICENTE MORENO  
My Commission CC480122  
Expires May. 26, 1999  
Bonded by NFNU  
800-224-6366

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

Miguel Fco Londono  
Miguel Londono

STATE OF Massachusetts  
COUNTY OF Suffolk )<sup>SS:</sup>

The foregoing instrument was acknowledged before me this 31  
day of March, 1997, by Miguel Londono.

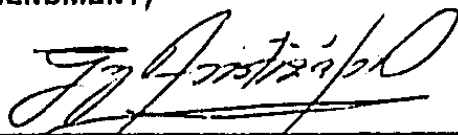
who is personally known to me; or  
 who has produced Drivers License as identification.

Patricia Doherty  
Notary Public, State of Massachusetts  
Print Name: Patricia Doherty  
Commission No: \_\_\_\_\_

My Commission Expires:

Patricia Doherty  
NOTARY PUBLIC  
My Commission expires Nov. 2, 2001

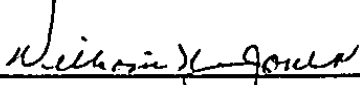
EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

  
\_\_\_\_\_  
Gonzalo Aristizabal

STATE OF FLORIDA )  
 ) ss:  
COUNTY OF DADA )

The foregoing instrument was acknowledged before me this 12 day  
of APRIL, 1997, by Gonzalo Aristizabal.

( X ) who is personally known to me; or  
( ) who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of FLORIDA  
Print Name: WILLIAM N. JONES  
Commission No: \_\_\_\_\_

My Commission Expires:



William N. Jones  
MY COMMISSION # CC571586 EXPIRES  
October 19, 2000  
BONDED THROUGH TROY FAIR INSURANCE, INC.

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

Maria Christina Londono  
Maria Christina Londono  
de la Espriella

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

The foregoing instrument was acknowledged before me this 14<sup>th</sup>  
day of APRIL, 1997, by Maria Christina Londono de la  
Espriella.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

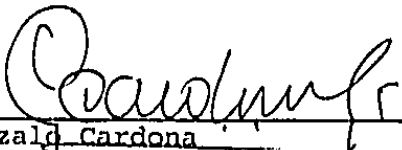
Vicente Moreno  
Notary Public, State of FLORIDA  
Print Name: VICENTE MORENO DE LA E.  
Commission No: \_\_\_\_\_

My Commission Expires:



VICENTE MORENO  
My Commission CC480122  
Expires May, 26, 1999  
Bonded by NFNU  
800-224-6368

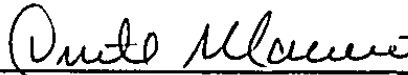
EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.L.C.  
(SECOND AMENDMENT)

  
\_\_\_\_\_  
Gonzalo Cardona

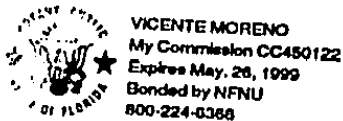
STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

The foregoing instrument was acknowledged before me this 11th  
day of APRIL, 1997, by Gonzalo Cardona.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of Florida  
Print Name: VICENTE MORENO DE LA E.  
Commission No: \_\_\_\_\_

My Commission Expires:





EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

FIVE LONDON CORPORATION,  
a Panamanian corporation

By: [Signature]  
Name: LEON LONDONO  
Title: PRESIDENT

STATE OF FLORIDA )  
COUNTY OF DADA ) SS:

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
day of APRIL, 1997, by Leon Londono, as  
President of Five London Corporation, a Panamanian corporation.

who is personally known to me; or  
 who has produced PASAPORT N° AF 13 954 as identification.

NOTARY PUBLIC  
STATE OF FLORIDA  
Clara Ise Colitz  
Notary Public, State of Florida  
Commission No. CC 490555  
My Commission Expires 09/22/99  
1-800-3-NOTARY - Fla. Notary Service & Broking Co.

[Signature]  
Notary Public, State of FLORIDA  
Print Name: CLARA ISE COLITZ  
Commission No: CC 490555

My Commission Expires:

EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

*Gabriel Londono*

Gabriel Londono

STATE OF Florida )  
                                  ) SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 11th  
day of April, 1997, by Gabriel Londono.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

*Vicente Moreno*

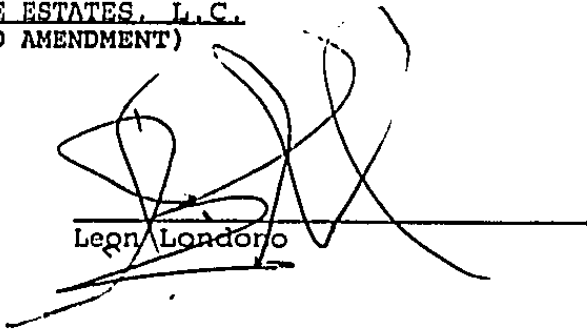
Notary Public, State of FLORIDA  
Print Name: VICENTE MORENO DE LA R.  
Commission No: \_\_\_\_\_

My Commission Expires:



VICENTE MORENO  
My Commission CC450122  
Expires May 26, 1999  
Bonded by NFNU  
800-224-8368


EXECUTION AND ACKNOWLEDGEMENT OF  
 CERTIFICATE OF AMENDMENT TO THE  
 ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
 (SECOND AMENDMENT)

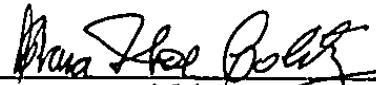
  
 \_\_\_\_\_  
 Leon Londono

STATE OF FLORIDA )  
 ) SS:  
 COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
 day of APRIL, 1997, by Leon Londono.

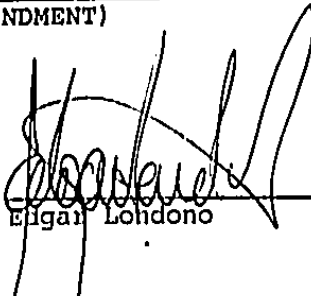
who is personally known to me; or  
 who has produced Passport N: AF143954 as identification.  
cc. 13210159


 Clara Ise Colitz  
 Notary Public, State of Florida  
 Commission No. CC490555  
 My Commission Expires 09/22/99  
 1-800-3-NOTARY • Fla. Notary Service & Bonding Co.

  
 \_\_\_\_\_  
 Notary Public, State of FLORIDA.  
 Print Name: CLARA ISE COLITZ  
 Commission No: CC 490555

My Commission Expires:

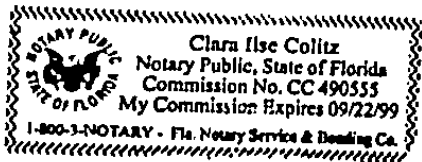
EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)


  
\_\_\_\_\_  
Edgard Londono

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
day of APRIL, 1997, by Edgard Londono.


who is personally known to me; or  
 who has produced Passport N° PE 038780 as identification.



  
\_\_\_\_\_  
Notary Public, State of FLORIDA.  
Print Name: CLARA ILSE COLLITZ  
Commission No: CC 490555

My Commission Expires:


EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

  
\_\_\_\_\_  
Fernan Jaramillo, as Trustee

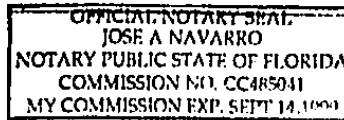
STATE OF FLORIDA )  
COUNTY OF DUISE ) SS:

The foregoing instrument was acknowledged before me this 5  
day of MAY, 1997, by Fernan Jaramillo, as Trustee.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of FLORIDA  
Print Name: JOSE A. NAVARRO  
Commission No: \_\_\_\_\_

My Commission Expires:



EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.L.C.  
(SECOND AMENDMENT)

HAYWARD'S HEATH INVESTMENTS  
OF FLORIDA

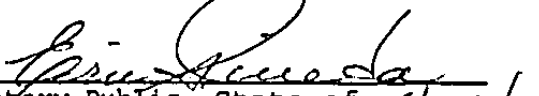
By: 

Name: Luis F. Echevarria  
Title: President

STATE OF Florida )  
COUNTY OF Broward ) ss:

The foregoing instrument was acknowledged before me this 14  
day of April, 1997, by Luis F. Echevarria, as  
President of Hayward's Heath Investments of Florida.

[ ] who is personally known to me; or  
[X] who has produced Fl. D. Lic. E216526280900 as identification.

  
Notary Public, State of Florida  
Print Name: Eric S. Pineda  
Commission No: \_\_\_\_\_

My Commission Expires:



EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

MERANTI ENTERPRISES N.V.

By:   
Name: JUAN DAVIDE RELAEZ  
Title: President

Republic of Colombia  
Capital District  
STATE SOta Fe de Bogota ) SS:  
Embassy of the ) ss:  
COunt States of America )

The foregoing instrument was acknowledged before me this 7th  
day of April, 1997, by JUAN DAVIDE RELAEZ, as  
President of Meranti Enterprises N.V.

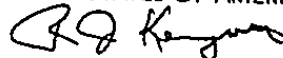
who is personally known to me; or  
 who has produced Colombian passport as identification.

Notary Public, State of \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Commission No: \_\_\_\_\_

My Commission Expires:

Indefinitely

**RAYMOND J KENGOTT**  
**VICE-CONSUL OF THE**  
**UNITED STATES OF AMERICA**



EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

Susana de Dangond  
Susana de Dangond

STATE OF Florida )  
COUNTY OF Broward ) SS:

The foregoing instrument was acknowledged before me this 18<sup>th</sup>  
day of March, 1997, by Susana de Dangond.

who is personally known to me; or  
 who has produced FL D 525 780 32948 as identification.



Patricia Cooper  
Notary Publ. of State of FL  
Print Name: PATRICIA COOPER  
Commission No: 3/3/2000

My Commission Expires:




EXECUTION AND ACKNOWLEDGEMENT OF  
CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

  
\_\_\_\_\_  
Fernan Jaramillo

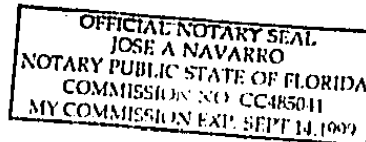
STATE OF FLORIDA )  
COUNTY OF DAD ) SS:

The foregoing instrument was acknowledged before me this 5  
day of MAY, 1997, by Fernan Jaramillo.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public, State of FLORIDA  
Print Name: JOSE A. NAVARRO  
Commission No: \_\_\_\_\_

My Commission Expires:



EXECUTION AND ACKNOWLEDGEMENT OF  
 CERTIFICATE OF AMENDMENT TO THE  
 ARTICLES OF ORGANIZATION OF  
MICCOSUKEE ESTATES, L.C.  
 (SECOND AMENDMENT)

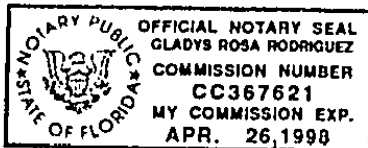
INTERFIN CORPORATION

By: \_\_\_\_\_  
 Name: Luis Fernando Arbolada  
 Title: President

STATE OF Florida )  
 ) ss.:  
 COUNTY OF Dade )

The foregoing instrument was acknowledged before me this 14 day of  
April, 1997, by Luis Fernando Arbolada, as  
 President of Interfin Corporation.

who is personally known to me; or  
 who has produced \_\_\_\_\_ as identification.



Gladys Rodriguez  
 Notary Public, State of Florida  
 Print Name: GLADYS R. RODRIGUEZ  
 Commission No.: CC 367621

My Commission Expires:

April 26, 1998

AMENDED AFFIDAVIT OF  
MEMBERSHIP AND CONTRIBUTIONS  
MICCOSUKEE ESTATES, L.C.  
(SECOND AMENDMENT)

The undersigned member or authorized representative of a member of MICCOSUKEE ESTATES, L.C., deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$-0-.
3. If any, the agreed value of property other than cash contributed by member(s) is \$800,000.00. A description of the property is as follows:

<u>Name</u>	<u>Members Interest</u>	<u>Contributions</u>
Hayward's Heath Investments of Florida	29.8600%	\$238,880.00
Meranti Enterprises, N.V.	28.7000%	\$229,600.00
Susana de Dangond	11.5750%	\$ 92,600.00
Fernan Jaramillo	24.0775%	\$192,620.00
Interfin Corporation, a Panamanian corporation	<u>5.7875%</u>	<u>\$ 46,300.00</u>
Total	100.00%	\$800,000.00

The contributions stated above consisting of real property have agreed total fair market value of \$800,000.00

4. The total amount of cash or property contributed by member(s) is \$800,000.00. The total includes amounts from 2 and 3 above.

Executed by the undersigned at the place and date indicated:

*Fernan Jaramillo*  
FERNAN JARAMILLO  
Managing Member

STATE OF FLORIDA     )  
                                  ) SS.  
COUNTY OF DADE     )

5 The foregoing instrument was acknowledged before me this  
14/11/97 day of 11/11/97, 1997, by Fernan Jaramillo, as Managing  
Member of Miccosukee Estates, L.C.

[  ] who is personally known to me or  
[    ] has produced Florida Driver's License as identification.

*J. A. Navarro*  
Notary Public, State of Florida  
Print Name: JOSE A. NAVARRO  
Commission No. \_\_\_\_\_

My Commission Expires:

OFFICIAL NOTARY SEAL  
JOSE A NAVARRO  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC485041  
MY COMMISSION EXP. SEPT 14, 1999