

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8086



ACCOUNT NO. 072100000032

REFERENCE : 678379 81686A

AUTHORIZATION :

COST LIMIT : \$ 357.50

ORDER DATE : September 12, 1995

ORDER TIME : 9:47 AM

ORDER NO. : 678379

CUSTOMER NO: 81686A

500001582515

CUSTOMER: Mercedes Padin, Esq  
KEITH HACK LEWIS COHEN &  
LUMPKIN, P.A.  
20th Floor  
200 South Biscayne Boulevard  
Miami, FL 33131

DOMESTIC FILING

NAME: POINTE ROYALE, L.C.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

T. BROWN SEP 14 1995

FILED  
95 SEP 12 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra D. Mortham  
Secretary of State

September 12, 1995 *Ruse*

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: POINTE ROYALE, L.C.  
Ref. Number: W95000018344

We have received your document for POINTE ROYALE, L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

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 (904) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 995A00041991

*Q13-95  
Resubmit  
CMH*

ARTICLES OF ORGANIZATION

OF

POINTE ROYALE, L.C.,  
a limited liability company

FILED  
95 SEP 12 AM 8 42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Each undersigned individual, being either a member or the authorized representative of a member, hereby presents these Articles of Organization to the Secretary of State of the State of Florida for the formation of a limited liability company under the laws of the State of Florida.

ARTICLE I.

The name of the limited liability company is POINTE ROYALE, L.C.

ARTICLE II.

1. This limited liability company is to exist until December 31, 2025.
2. The existence of this limited liability company shall commence on the date these Articles are filed at the Florida Secretary of State.

ARTICLE III.

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Key Corporate Services, Inc.

Address of Registered Office

200 South Biscayne Boulevard  
20th Floor  
Miami, Florida 33131

ARTICLE IV.

The initial Operating Agreement shall be adopted by the Members. Thereafter, the power to alter, amend, or repeal the Operating Agreement shall be vested in the members of the limited liability company in the manner set forth in the Operating Agreement.

ARTICLE V.

The Operating Agreement of this limited liability company contains provisions regarding:

1. The rights of the members to admit additional members and the terms and conditions of the admissions;
2. The rights of the remaining members of this limited liability company to continue the business of this limited liability company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, and any other event which terminates the continued membership of a member in this limited liability company.

ARTICLE VI.

The mailing address and the street address of the principal office of this limited liability company shall be as follows:

Street Address

9200 South Dadeland Boulevard  
Suite 609  
Miami, Florida 33156

Mailing Address

9200 South Dadeland Boulevard  
Suite 609  
Miami, Florida 33156

ARTICLE VII.

The business of this limited liability company is to be managed by the Members. The name and street address of the Managing Members are as follows:

Name

EQUITY CAPITAL HOLDINGS, LTD.,  
~~RES-INVESTMENTS, LTD.~~  
a Florida limited partnership

Street Address

9200 South Dadeland Boulevard  
Suite 609  
Miami, Florida 33156

CAPITAL HOLDING LLC, a  
Connecticut Limited  
Liability Company  
d/b/a Capital Holding  
of Connecticut, L.C.

85 Buckingham Street  
Hartford, Connecticut 06106

IN WITNESS WHEREOF, each individual has hereunto executed these Articles of Organization this 23<sup>rd</sup>  
day of August, 1995, at Miami, Florida.

EQUITY CAPITAL HOLDINGS, LTD.,  
~~RES-INVESTMENTS, LTD.~~, a Florida limited  
partnership

By: 

Robert E. Spichman, its general partner

CAPITAL HOLDING LLC

By: 

Mark Shapiro, its managing member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
OF  
POINTE ROYALE, L.C.

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DADE     )

BEFORE ME, the undersigned, personally appeared ROBERT E. SPIELMAN who, upon being duly sworn, certified as follows:

EQUITY CAPITAL HOLDINGS, LTD.,

1. Robert E. Spielman is the general partner of ~~RES-INVESTMENTS, LTD.~~, a Florida limited partnership and the authorized representative for Capital Holding LLC a Connecticut limited liability company d/b/a Capital Holding of Connecticut, L.C., each of which is a member of POINTE ROYALE, L.C.

- 2. POINTE ROYALE, L.C. is a limited liability company which has at least two (2) members;
- 3. The total amount of cash to be contributed by all of the members is \$100.00;
- 4. A description and agreed upon value of property contributed by the members is as follows:

Description

Agreed Upon Value

None

None

- 5. No additional cash to be contributed by any of the members.

- 6. A description and agreed upon value of additional property to be contributed by the members is as follows:

Description

Agreed Upon Value

None

None

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.

EQUITY CAPITAL HOLDINGS, LTD.,  
~~RES-INVESTMENTS, LTD.~~, a Florida limited  
partnership

Date: Aug. 23, 1995

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

Robert E. Spielman, its general partner

STATE OF FLORIDA )  
COUNTY OF DADE ) <sup>NSI</sup>

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of August, 1995, by Robert E. Spielman, the general partner of EQUITY CAPITAL HOLDINGS, LTD., a Florida limited partnership, on behalf of the limited partnership and as representative of CAPITAL HOLDING LLC, a Connecticut limited liability company. He is (check one) ☒ personally known to me or ☐ has produced a \_\_\_\_\_ as identification.

  
(Signature of Person Taking Acknowledgment)

\_\_\_\_\_  
(Name of Acknowledger Typed, Printed or Stamped)  
\_\_\_\_\_  
(Title or Rank)  
\_\_\_\_\_  
(Serial Number, if any)

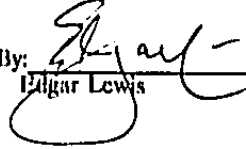
Notary Public, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL  
ENCARNACION ABASCAL  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC257201  
MY COMMISSION EXP. FEB. 3, 1997

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

KEY CORPORATE SERVICES, INC.

By:  8-23-95  
Edgar Lewis Date

FILED  
95 SEP 12 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996**



FLORIDA DEPARTMENT OF STATE  
Sandra H. Northam  
Secretary of State  
DIVISION OF CORPORATIONS

**FILED**

36 MAY -1 PM 8:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILING FEE**  
\$ 238.75 Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee  
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company **DOCUMENT # L95000000700**

POINTE ROYALE, L.C.  
9200 South Dadeland Blvd.  
Suite #500  
MIAMI, FL 33156

1a. Principal Place of Business Address  
9200 S. DADELAND BLVD.  
SUITE 500  
MIAMI, FL 33156

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		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		9/12/1995	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
65-0607803				5. Date of Last Report	6. Certificate of Status Desired
Zip	Country	Zip	Country		SR 15 Additional Fee Required <input type="checkbox"/>

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

KEY CORPORATE SERVICES, INC.  
200 S. BISCAYNE BLVD.  
20TH FLOOR  
MIAMI, FL 33131

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

Name  
Street Address (P.O. Box Number is Not Acceptable)  
Suite, Apt. #, etc.  
City  
**FL** Zip Code

9. Pursuant to the provisions of Sections 608.416 and 608.506, 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 Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	EQUITY CAPITAL HOLDING	9200 S. DADELAND BLVD., SUITE 500	MIAMI, FL 33156
MGRM	CAPITAL HOLDING, LLC	85 BUCKINGHAM STREET	HARTFORD, CT 06106

900001843629  
-05/30/96--01011--002  
\*\*\*\*238.75 \*\*\*\*238.75

*[Handwritten Signature]*  
5/21/96

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:** *[Handwritten Signature]* Robert E. Spielman  
SIGNATURE AND TITLED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

2/15/96 ORIGINAL SUBMISSION  
5/21/96 (305)670-0700  
Date Daytime Phone #



1201 HAYS STREET  
TALLAHASSEE, FL 32309-0707  
904-222-0111  
B-0-342-B-06  
L95000000700



ACCOUNT NO. : 072100000032

REFERENCE : 984715 81686A

AUTHORIZATION :

COST LIMIT : PREPAID

ORDER DATE : June 13, 1996

ORDER TIME : 11:08 AM

ORDER NO. : 984715

CUSTOMER NO: 81686A

CUSTOMER: Mercedes Padin, Esq  
Keith Mack Lewis Cohen &  
20th Floor  
200 South Biscayne Boulevard  
Miami, FL 33131

500001877796  
-06/27/96--01025--016  
\*\*\*113.75 \*\*\*113.75

DOMESTIC AMENDMENT FILING

NAME: POINTE ROYALE, L.C.

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

FILED  
96 JUN 13 PM 12:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
CEG  
6/19

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-222-0071  
904-222-0393 FAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 984715 81686A

AUTHORIZATION :

COST LIMIT : PREPAID

ORDER DATE : June 12, 1996

ORDER TIME : 11:08 AM

ORDER NO. : 984715

CUSTOMER NO: 81686A

CUSTOMER: Mercedes Padin, Esq  
Keith Mack Lewis Cohen &  
20th Floor  
200 South Biscayne Boulevard  
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: POINTE ROYALE, L.C.

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

*please add*

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 14, 1996

CSC NETWORKS  
MICHELLE BAILEY  
TALLAHASSEE, FL 32301

SUBJECT: POINTE ROYALE, L.C.  
Ref. Number: L95000000700

We have received your document for POINTE ROYALE, L.C. and check(s) totaling \$105.00. However, your check(s) and document are being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The document must contain the original date of filing/authorization in Florida.

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 (904) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 996A00029652

**RESUBMIT**

Please give original  
submission date as file date.

RECEIVED  
95 JUN 19 11:33  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 13, 1996

CSC NETWORKS  
MICHELLE BAILEY  
TALLAHASSEE, FL 32301

SUBJECT: POINTE ROYALE, L.C.  
Ref. Number: L95000000700

We have received your document for POINTE ROYALE, L.C. and check(s) totaling \$105.00. However, your check(s) and document are being returned for the following:

The document must contain the original date of filing/authorization in Florida.

PLEASE GIVE AN ADDRESS FOR THE NEW MEMBER.

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 (904) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 496A00029520

**RESUBMIT**

Please give original  
submission date as file date.

RECEIVED  
96 JUN 13 PM 4:12  
DIVISION OF CORPORATIONS

**AMENDMENT TO ARTICLES OF ORGANIZATION OF  
POINTE ROYALE, L.C.**

The date of filing of the Articles of Organization was September 12, 1995.

The undersigned, being all of the member of POINTE ROYALE, L.C., a Florida limited liability company, (the "Company") hereby amend the Company's Articles of Organization to indicate that:

- (i) CAPITAL HOLDING LLC, a Connecticut limited liability company d/b/ in Florida as CAPITAL HOLDING OF CONNECTICUT, L.C. has resigned as a member of the Company; and
- (ii) EQUITYLINE FINANCIAL GROUP, INC., a Florida corporation, a member of the Company, has been named as a managing member, located at 9200 South Dadeland Boulevard, Suite 500, Miami, Florida 33156.
- (iii) Equity Capital Holdings, Ltd. shall remain a managing member of the Company.

In Witness Whereof, the undersigned have signed this Amendment as of this <sup>9/6/96</sup> day of April, 1996.

EQUITY CAPITAL HOLDINGS, LTD., a Florida  
limited partnership, a member

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

Robert E. Spielman, general partner

EQUITYLINE FINANCIAL GROUP, INC., a  
Florida corporation, a member

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

Robert E. Spielman, President

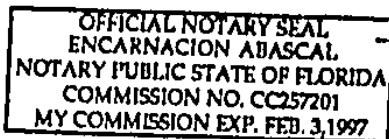
(Acknowledgements appears on following page)

STATE OF FLORIDA     )  
                                  )ss  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of April, 1996 by ROBERT E. SPIELMAN, as President of EquityLine Financial Group, Inc., and as the general partner of EQUITY CAPITAL HOLDINGS, LTD., a Florida limited partnership, the sole members of POINTE ROYALE, L.C., a Florida limited liability company, on behalf of the corporation, the limited partnership and the limited liability company. He is (check one) ☒ personally known to me or ☐ has produced a \_\_\_\_\_ as identification.



(Signature of Person Taking Acknowledgment)



\_\_\_\_\_  
(Name of Acknowledger Typed, Printed or Stamped)

\_\_\_\_\_  
(Title or Rank)

\_\_\_\_\_  
(Serial Number, if any)

Notary Public, State of Florida

My Commission Expires:

04/26/96\MP\EQUITY-CAP\POINTE.ROY\ART-AMEND.1