

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

**L96000000714**

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*# 3651-6/27/96  
 Retained Check  
 \$337.50*

M. DEWEY JUL 3 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/3		
TIME	9:30		CK No.
BY	27		

WALK-IN  
 Will Pick Up \_\_\_\_\_

\_\_\_\_\_ of \_\_\_\_\_ No 52813  
 RE: WNTowers LC

	C.C. FEE.	DISBURSED
Capital Express <u>LC</u>		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		
<b>SUBTOTALS</b>		

96 JUL -3 PM 12:34  
 RECEIVED  
 DIVISION OF CORPORATE  
 TALLAHASSEE, FLORIDA

000001889950  
 -07/10/96--01078--023  
 \*\*\*\*337.50 \*\*\*\*337.50

FEE.....  
 DISBURSED.....  
 SURCHARGE.....  
 TAX on corporate supplies.....  
 SUBTOTAL.....  
 PREPAID.....  
 BALANCE DUE.....

96 JUL -3 AM 9:43  
 RECEIVED  
 DIVISION OF CORPORATE  
 TALLAHASSEE, FLORIDA

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

ARTICLES OF ORGANIZATION  
FOR  
WW TOWER, L.C.

FILED  
95 JUL -3 PM 12:30  
TALLAHASSEE, FLORIDA

The undersigned has executed these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

- Article 1. The name of the limited liability company is "WW Tower, L.C." (the "Limited Liability Company").
- Article 2. The term of duration of the Limited Liability Company shall end December 31, 2055, unless sooner terminated in accordance with the Operating Agreement of the Limited Liability Company.
- Article 3. The mailing address and principal office for the Limited Liability Company is 2808 N.W. 112th Avenue, Miami, Florida 33172.
- Article 4. The name and address of the initial registered agent of the Limited Liability Company is Norman M. Sevin, 2550 Douglas Road, Suite #300-A, Coral Gables, Florida 33134.
- Article 5. Additional members may be admitted to the Limited Liability Company upon the unanimous consent of all existing members of the Limited Liability Company.
- Article 6. The business of the Limited Liability Company may be continued after the death, bankruptcy, insanity, withdrawal or dissolution of a Member of the Limited Liability Company, or other event causing the dissolution of the Limited Liability Company if, within ninety (90) days after such event, the remaining members of the Limited Liability Company elect to continue the business of the Limited Liability Company.
- Article 7. The business of the Limited Liability Company initially shall be managed by Augusto Nucci (the "Manager"). The address of the Manager is 3767 Pines Lakes Drive, Windmill Lake Estates, Ft. Lauderdale, Florida 33332-2101.

July 1, 1996  
Date

  
Augusto J. Nucci

CERTIFICATE OF MANAGER

This Certificate has been executed and delivered by the undersigned as Manager of WW Tower, L.C., a Florida Limited Liability Company (the "Company"), in connection with the formation and organization of the Company:

1. The undersigned hereby certifies that the following persons are duly appointed to serve as officers of the Company in the capacity indicated across from their name until their successors are elected and qualified:

<u>Name</u>	<u>Position</u>
Augusto Nucci	President & Assistant Secretary
Alejandro Hirsch	Vice President
Alex Rodriguez Hirsch	Secretary

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of the 1 day of July, 1996.

Name: Augusto Nucci  
Title: Manager

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of July, 1996, by Augusto Nucci as Manager of WW Tower, L.C., a Florida Limited Liability Company, on behalf of said Limited Liability Company, who is personally known to me or who has produced A valid Florida Drivers License as identification.

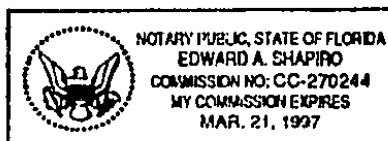
NOTARY PUBLIC

Edward A. Shapiro

Print: Edward A. Shapiro

State of Florida at Large (SEAL)

My Commission Expires:

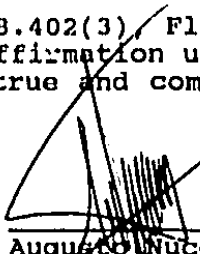


AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
FOR  
WW TOWER, L.C.

The undersigned member of WW Tower, L.C. deposes and says:

1. WW Tower, L.C. has at least two members.
2. The total amount of cash contributed by the members is \$5,000.00.
3. The agreed value of property other than cash contributed by members is \$0.00.
4. The total amount of cash or property anticipated to be contributed by the members is \$5,000.00. This total includes amounts from paragraphs 2 and 3 above.

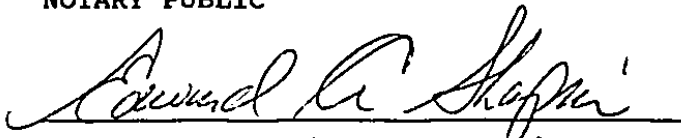
In accordance with section 608.402(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true and complete as of this 15<sup>th</sup> day of July, 1996.

  
August Nucci, Member & Manager

STATE OF FLORIDA  
COUNTY OF DADE

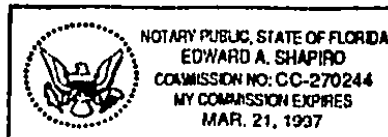
BE IT KNOWN, that on the 1<sup>ST</sup> day of July, 1996, August Nucci signed this Affidavit, who is personally known to me or who has produced A valid Florida Drivers License as identification.

NOTARY PUBLIC

  
Print: Edward A. Shapiro

State of Florida at Large (SEAL)

My Commission Expires:



REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for WW Tower, L.C., at the address designated in the Articles of Organization for WW Tower, L.C., pursuant to the provisions of section 608.415, Florida Statutes, Norman M. Sevin, 2550 Douglas Road, Suite #300-A, Coral Gables, Florida 33134 (the "Registered Agent") heroby accepts the appointment as registered agent and agrees to act in this capacity. The Registered Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

*Norman M. Sevin*

Norman M. Sevin

JUL 1 1996  
Date

FILED  
96 JUL -3 PM 12:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA