

L970000000356
TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

200002120302--9
-03/21/97--01039--001
****293.75 ****293.75

SUBJECT: SOUTHERN CENTERS ASSOCIATES III, L.C.
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy of the articles of organization and a check for :

☐ \$285.00
Filing Fee
& Registered
Agent designation

☒ \$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

☐ \$337.50
Filing Fee,
Registered Agent
Designation &
Certified Copy

☐ \$346.25
Filing Fee,
Registered Agent
Designation,
Certified Copy &
Certificate

FROM: RANDALL KELLA
Name (Printed or typed)

3701 GALT OCEAN DRIVE

Address

FORT LAUDERDALE, FLORIDA 33308

City, State & Zip

(954) 561-9305

Daytime Telephone number

FILED
97 MAR 21 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 26

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF ORGANIZATION

OF

SOUTHERN CENTERS ASSOCIATES III, L.C. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 MAR 21 PM 1:00

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 SOUTHERN CENTERS ASSOCIATES III, L.C.

ARTICLE II

DURATION

The period of this company's duration shall be perpetual, unless terminated by 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 the 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 the remaining Members of this company approve of such transfer of 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 17 day of March, 1997.


RANDALL KELLA, Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above state 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 obligation of my position as registered agent.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 17 day of March, 1997.

By: _____


RANDALL KELLA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
FLORIDA STATUTES SECTION 608.407(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 SOUTHERN CENTERS ASSOCIATES III, L.C.
2. That SOUTHERN CENTERS ASSOCIATES III, L.C. has at least two members.
3. The total amount of cash contributed by the member(s) is \$ 180,000.
4. The amount of cash and description and agreed value of the property other than cash contributed by the members is \$ 1,700,000 all cash.
5. The amount anticipated to be contributed by the members is \$ 120,000.
6. The total amount of 3, 4 and 5 is \$ 2,000,000.

FURTHER AFFIANT SAYETH NAUGHT.



RANDALL KELLA

Sworn to and subscribed before me this 17 day of March, 1997, by RANDALL KELLA, who is personally known to me or who has produced _____ as identification.



Signature

Pamela C. Olejar

Print Name

NOTARY PUBLIC STATE OF FLORIDA
Commission Expiration and
Serial Number:

CC 320828



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED

97 MAR 21 PM 1:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is SOUTHERN CENTERS ASSOCIATES III, L.C.
2. The name and address of the registered agent and office is:

Randall Kella
3701 Galt Ocean Drive
Fort Lauderdale, FL 33308

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision 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.



Randall Kella

3-17-97
Date