

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • F300 • 8062 • Fax 850 224-2222

Pembroke - Biscayne,  
L.C.

400002574354--8  
-06/29/98--01026--011  
\*\*\*285.00 \*\*\*285.00

Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
☒ L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
☒ Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

98 JUN 26 PM 5:27  
98 JUN 29 AM 10:14  
98 JUN 30 PM 5:27  
98 JUN 30 PM 2:07

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Signature

Requested by:

Name \_\_\_\_\_

Date \_\_\_\_\_

## Time

## Walk-In

### Will Pick Up



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 29, 1998

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: PEMBROKE-BISCAYNE, L.C.  
Ref. Number: W98000014829

We have received your document for PEMBROKE-BISCAYNE, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$285.00 payment.

In addition to listing a PRINCIPAL OFFICE ADDRESS, the Articles must also list a MAILING ADDRESS for the company.

ALSO, addresses must be listed for the TWO MANAGERS in the SIXTH Item.

ALSO, in addition to the Articles of Organization, you must submit a signed AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS.,

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 (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 998A00035292

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*corrected*

**ARTICLES OF ORGANIZATION  
OF  
PEMBROKE-BISCAYNE, L.C.**

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The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under the Florida Statutes Annotated Sections 608.401 to 608.471, do hereby adopt the following Articles Of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is:

Pembroke-Biscayne, L.C.

SECOND: The Limited Liability Company shall continue until the occurrence of an event set forth in the Operating Agreement which causes the termination of the Limited Liability Company.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The street address of the initial registered office of the Limited Liability Company in Florida is 1111 Kane Concourse, Suite 401, Bay Harbor Islands, Florida 33154, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is Alan Sakowitz.

FIFTH: The principal office of the Limited Liability Company is 1111 Kane Concourse, Suite 400, Bay Harbor Islands, Florida 33154. The mailing address of the Limited Liability Company is 1111 Kane Concourse, Suite 400, Bay Harbor Islands, Florida 33154.

SIXTH: The Limited Liability Company is to be managed by the Managers. The names and addresses of the initial Managers are: Almafred Solomon and Joseff Schorer, 1111 Kane Concourse, Suite 400, Bay Harbor Islands, Florida 33154.

SEVENTH: The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Limited Liability Company, as capital, by the Members is \$1,000.00. The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests, as set forth in the Operating Agreement.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may hereafter may be agreed by the unanimous vote of the Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company. The Members each agree to contribute a 1/6 interest in the following described property:

**The South 300 feet of Parcel B of UNIVERSITY HEIGHTS, according to the Plat thereof, as recorded in Plat Book 72, at Page 19, of the Public Records of Broward County, Florida.**

Subject to an existing mortgage; the net value of each additional contribution of the interest in real estate is 333.33.

NINTH: The membership interests of the Members are evidenced by Certificates of Membership.

TENTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company.

ELEVENTH: The remaining Members of the Limited Liability Company, by the affirmative vote or consent of Members holding a majority of the Members' Percentage Interests (other than the Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

TWELFTH: The names and addresses of the Members and Organizers of the Limited Liability Company are: Prairie Realty, Inc., a Florida corporation, Atrium Realty, Inc., a Florida corporation, and Biscayne Real Estate, Inc., a Florida corporation,

THIRTEENTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

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The Members have through their authorized representative executed and acknowledged these Articles Of Organization on June 25, 1998 and certify that the facts herein are true.



Alan Sakowitz, Authorized Representative

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**CONSENT TO APPOINTMENT  
BY REGISTERED AGENT**

I, having been named as Registered Agent for Pembroke-Biscayne, L.C., hereby voluntarily consent to serve as Registered Agent for Pembroke-Biscayne, L.C..

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated Sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated: June 29, 1998



print: Alan Sakowitz

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

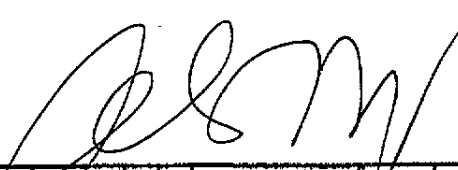
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The undersigned member or authorized representative of a member of \_\_\_\_\_

Pembroke-Biscayne, 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 \$ 1,000.00.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00.  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 1,000.00.
- 5) the total amount of 2, 3, and 4 is \$ 2,000.00.

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the  
execution of this affidavit constitutes an affirmation under the  
penalties of perjury that the facts stated herein are true.)