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of counsel

August 14, 1998

FILED  
98 AUG 19 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**VIA FEDERAL EXPRESS**

The Florida Secretary of State  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Formation of Belleview Plaza, L.L.C.

100002620331--4  
-08/19/98-01063--004  
\*\*\*285.00 \*\*\*285.00

Gentlemen:

Pursuant to Section 608.407 of the Florida Statutes, enclosed for filing are the Articles of Organization for Belleview Plaza, L.L.C., together with the Affidavit of Membership and Contributions.

Also enclosed is a trust account check in the amount of \$285.00 made payable to the Florida Secretary of State to cover the filing fee.

Please return a file stamped copy of the Articles and Affidavit in the enclosed, self-addressed and stamped envelope.

If you have any questions or comments, please call me.

Sincerely,

Linda Mayol L98-1517  
LINDA C. MAYOL

LCM/cci  
Enclosures

8/13/98\K:\USR\LCM\SPIELMAN\BELLEVIEW\SEC-STAT.LTR

Name	PR 820
Availability	
Document Examiner	ye
Updater	AR
Updater Verifier	R
Acknowledgment	
W. P. Verifier	

**ARTICLES OF ORGANIZATION**

**OF**

**BELLEVIEW PLAZA, L.L.C.,  
a Florida limited liability company**

FILED  
98 AUG 19 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 608.407, Florida Statutes, the undersigned Managing Member hereby files these Articles of Organization with 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 BELLEVIEW PLAZA, L.L.C.

**ARTICLE II.**

The period of existence of the limited liability company shall be perpetual, commencing on the date these Articles are filed.

**ARTICLE III.**

The mailing address and street address of the principal office of this limited liability company are:

Street Address

9200 South Dadeland Boulevard  
Suite 500  
Miami, Florida 33156

Mailing Address

9200 South Dadeland Boulevard  
Suite 500  
Miami, Florida 33156

**ARTICLE IV.**

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

Registered Agent

Key Corporate Services, Inc.

Address of Registered Office

200 South Biscayne Boulevard  
20th Floor  
Miami, Florida 33131

**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 name and street address of the initial Managing Member are:

Name

Street Address

EQUITYLINE FINANCIAL GROUP, INC.

9200 South Dadeland Boulevard  
Suite 500  
Miami, Florida 33156

G 82243

**ARTICLE VII.**

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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 17 day of August, 1998, at Miami, Florida.

EQUITYLINE FINANCIAL GROUP, INC.,  
a Florida corporation

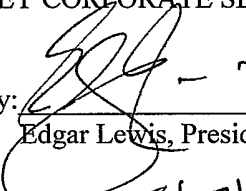
By:

  
ROBERT E. SPIELMAN, President

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98 AUG 19 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS THE REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED, WHO IS FAMILIAR WITH THE OBLIGATIONS OF THAT POSITION, HEREBY 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 ITS DUTIES.

KEY CORPORATE SERVICES, INC.

By:   
Edgar Lewis, President

Date: 8/17/98

K:\USR\LCM\SPIELMAN\BELLEVIE\ART-ORG

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
OF  
BELLEVIEW PLAZA, L.L.C.,  
a Florida limited liability company**

FILED  
98 AUG 19 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA            )  
  ) ss:  
COUNTY OF MIAMI-DADE )

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

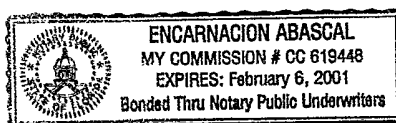
1. He is the president of EQUITYLINE FINANCIAL GROUP, INC., a Florida corporation ("EquityLine").
2. EquityLine is the Managing Member of BELLEVIEW PLAZA, L.L.C. (the "Company").
3. The Company is a limited liability company which has at least two (2) members.
4. The total amount of cash contributed by all of the members is \$100.00.
5. Other than the cash stated above, no additional property has been contributed by the members.
6. Other than the cash stated above, it is not anticipated that the members will contribute any additional amount or property.

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.

  
\_\_\_\_\_  
ROBERT E. SPIELMAN

STATE OF FLORIDA            )  
  ) ss:  
COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of August, 1998, by Robert E. Spielman, as President of EQUITYLINE FINANCIAL GROUP, INC., a Florida corporation, the managing member of BELLEVIEW PLAZA, L.L.C., a Florida limited liability company, on behalf of the corporation and the limited liability company. He is (check one) ☒ personally known to me or \_\_\_\_\_ has produced a \_\_\_\_\_ as identification.



  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
Name: \_\_\_\_\_  
Commission No: \_\_\_\_\_  
My commission expires: \_\_\_\_\_

[NOTARIAL SEAL]