

Division of Corporations

<https://cfssl1.dos.state.fl.us/scripts/cfilecovr.exe>

L980000001943

Florida Department of State

Division of Corporations

Public Access System

Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H98000017550 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : GUNSTER, YOAKLEY, ETAL. (MIAMI OFFICE)
Account Number : 076077002561
Phone : (305) 376-6023
Fax Number : (305) 376-6010

LIMITED LIABILITY COMPANY

SUSSMAN & SUSSMAN REALTY MANAGEMENT, LLC

Name	
Availability	<i>MCA</i>
Document Examiner	<i>MCA</i>
Updater	<i>MCA</i>
Updater	<i>MCA</i>
Verifier	<i>MCA</i>
Acknowledgement	<i>MCA</i>
W. P. Verifier	<i>MCA</i>

Certificate of Status	0
Certified Copy	1
Page Count	<i>9107</i> 08
Estimated Charge	\$337.50

RECEIVED
98 SEP 22 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 22, 1998

GUNSTER, YOAKLEY, ETAL

SUBJECT: SUSSMAN & SUSSMAN REALTY MANAGEMENT, LLC
REF: W98000021513

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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) 487-6967.

Michelle Hodges
Document Specialist

FAX Aud. #: H98000017550
Letter Number: 098A00047529

ARTICLES OF ORGANIZATION
OF
SUSSMAN & SUSSMAN REALTY MANAGEMENT, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I
Name

The name of the limited liability company is SUSSMAN & SUSSMAN REALTY MANAGEMENT, LLC.

Article II
Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

THIS DOCUMENT PREPARED BY:

Mark J. Scheer, Esq.
Gunster, Yoakley, Valdes-Fauli
& Stewart, P.A.
Suite 3400 - One Biscayne Tower
2 South Biscayne Boulevard
Miami, Florida 33131
Tel: (305) 376-6040

Florida Bar No.: 0710430

Article III
Nature of Business and Mailing Address

This Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the Company's initial principal office is 5841 Biscayne Boulevard, Miami, Florida 33137.

Article IV
Initial Registered Office and Agent

The street address of the initial registered office of this Company is 5841 Biscayne Boulevard, Miami, Florida 33137, and the name of the initial registered agent of this Company at that address is Steven Sussman.

Article V
Share Certificates

Each Member's interest in the Company shall be evidenced by a membership or share certificate. The amount of capital which the initial Members have committed as their initial capital contribution is Seven Hundred Fifty Dollars (\$750.00). Additional capital contributions may be received and additional shares issued at such times and in such amounts as may be determined and allowed as provided in the Regulations and Operating Agreement.

Article VI
Addition of New Members

New owners who take their interest directly from the Company will be admitted as Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

Article VII
Continuation on Death, Retirement, Etc. of Members

The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this Company. The Company shall terminate upon the consent of all Members or as otherwise provided

in accordance with the terms of the Regulations and Operating Agreement.

Article VIII
Management

(a) This company shall be managed by Managing Members who shall be appointed as provided for in the Regulations and Operating Agreement. The number of Managing Members shall initially be three (3) but may be decreased to one (1) in accordance with the Company's Regulations and Operating Agreement. The Initial Managing Members, and their addresses, are as follows:

<u>Managing Member</u>	<u>Address</u>
Maurice Sussman	5841 Biscayne Boulevard Miami, Florida 33137
Irving Sussman	5841 Biscayne Boulevard Miami, Florida 33137
Selig Sussman	5841 Biscayne Boulevard Miami, Florida 33137

(b) Except as otherwise provided in the Regulations and Operating Agreement, the Managing Members shall have full authority to conduct the business of the Company.

(c) No Person or governmental body dealing with the Company shall be required to inquire into, or to obtain any other documentation as to, the authority of any Managing Member to take any action on behalf of the Company. Furthermore, any Person or governmental body dealing with the Company may rely upon a certificate signed by any Managing Member as to the following:

- (i) The identity of the Managing Members or any Member;
- (ii) The existence or nonexistence of any fact or facts that constitute a condition precedent to acts by a Managing Member or which in any other manner are directly or indirectly related to or otherwise involve the affairs of the Company;
- (iii) The Persons who are authorized to execute and deliver any instrument or document of the Partnership; or

- (iv) Any act or failure to act by the Company on any other matter whatsoever involving the Company or any Member.

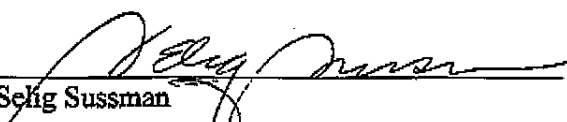
Article XI
Amendment

This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Members have executed these Articles the 18 day of September, 1998.


Irving Sussman



Maurice Sussman


Selig Sussman

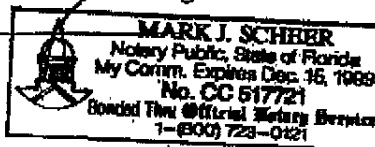
205302.2

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

The foregoing instrument was acknowledged before me this 18 day of Sept, 1998 by IRVING SUSSMAN, MAURICE SUSSMAN & SELIG SUSSMAN who have produced as identification n/a or are personally known to me.

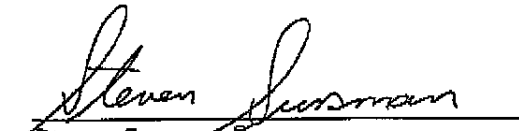

Notary Public, State of Florida at Large
Print Name: _____

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Steven Sussman

Dated: 9/18, 1998

205302.2

AFFIDAVIT OF MEMBERSHIP CONTRIBUTIONS

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

BEFORE ME, a Notary Public, personally appeared IRVING SUSSMAN, MAURICE SUSSMAN and SELIG SUSSMAN ("Affiants"), the Managing Members of SUSSMAN & SUSSMAN REALTY MANAGEMENT, LLC, a limited liability company ("SSRM"), who, depose and state that:

1. SSRM has at least one member.
2. The total initial amount of capital contributed by the initial members of SSRM is \$750.00.
3. In addition to the cash stated in No. 2 above, the members have agreed that the anticipated capital to be contributed is \$5,000.00.
4. Except for the cash stated in No. 2 above, there shall be no property contribution made, or anticipated to be contributed, by the members.

FURTHER AFFIANTS SAYETH NAUGHT.

Irving Sussman
 IRVING SUSSMAN

Maurice Sussman
 MAURICE SUSSMAN

Selig Sussman
 SELIG SUSSMAN

The foregoing instrument was acknowledged before me this 18 day of September, 1998, by IRVING SUSSMAN, MAURICE SUSSMAN and SELIG SUSSMAN, who are personally known to me or have produced w/r as identification.

Mark J. Scher
 Notary Public, State of Florida at Large

My Commission Expires:

