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LIMITED LIABILITY AMENDMENT

TRIAD INTERNATIONAL CONSULTANTS, L.L.C.

L98-1971

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**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

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7510 INVESTMENTS, L.C.

A Florida Limited Liability Company

FIRST: The date of filing of the articles of organization was the 24th day of September, 1998 under document number ~~P98000001974~~ L98000001971

SECOND: The following amendment(s) to the articles of organization were adopted by the limited liability company and any portions or provisions of these amendments shall control all original Articles filed heretofore in conflict with them:

ARTICLE ONE: PURPOSE

The Company's business and purpose shall consist solely of the acquisition, ownership, operation and management of the real estate project known as 7510 Building, located in 7510 S.W. 152nd. Ave., Miami, Florida 33193 (the "Property") and such activities as are necessary, incidental or appropriate in connection therewith.

ARTICLE TWO: POWERS AND DUTIES

Notwithstanding any other provisions of the se Articles and so long as any obligations secured by the Mortgage (as defined below) remain outstanding and not discharged in full, without the consent of all members, the Managing Member shall have no authority to:

- (i) borrow money or incur indebtedness on behalf of the company other than normal trade accounts payable and lease obligations in the normal course of business, or grant consensual liens on the Company's property; except, however, that the Managing Member is hereby authorized to secure financing for the company pursuant to the terms of that certain Note in the original principal amount of \$1,852,000.00 (the "Note") and other indebtedness expressly permitted therein or in the documents executed in connection with or as security for such Note (collectively, the "Loan"), and to grant a mortgage, lien or liens on the Company's Property to secure the Loan (the "Mortgage");
- (ii) dissolve or liquidate the Company;
- (iii) sell or lease, or otherwise dispose of all or substantially all of the assets of the Company;
- (iv) file a voluntary petition or otherwise initiate proceedings to have the

This instrument prepared by:
Roger Besu, Esq.
1925 Brickell Ave. Suite D-206
Miami, Florida 33129 FBND. 172146

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Company adjudicated bankrupt or insolvent or consent to the institution of bankruptcy or insolvency proceedings against the company, or file a petition seeking or consenting to reorganization or relief of the Company as debtor under any applicable federal or state law relating to bankruptcy, insolvency, or other relief for debtors with respect to the Company; or seek or consent to the appointment of any trustee, receiver, conservator, assignee, sequestrator, custodian, liquidator (or other similar official) of the Company or of all or any substantial part of the properties and assets of the company, or make any general assignment for the benefit of creditors of the Company, or admit in writing the inability of the Company to pay its debts generally as they become due or declare or effect a moratorium on the Company debt or take any action in furtherance of any action;

- (v) amend, modify or alter Articles (One, Two, Three Four or Five) of these Articles (Note: cross-reference to actual sections addressed in this form); or
- (vi) merge or consolidate with any other entity.

Notwithstanding the foregoing and so long as any obligation secured by the Mortgage remains outstanding and not discharged in full, the Managing member shall have no authority (1) to take any action in items (i) through (iii) and (v) and (vi) without the prior written consent of the holder of the Mortgage.

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ARTICLE THREE: TITLE TO COMPANY PROPERTY.

All property owned by the Company shall be owned by the Company as an entity, and insofar as permitted by applicable law, no member shall have any ownership interest in any company property in its individual name or right, and each Members' Membership Interest shall be personal property for all purposes.

ARTICLE FOUR: SEPARATENESS/OPERATIONS MATTERS.

The Company shall:

- (a) maintain books and records and bank accounts separate from those of any other person;
- (b) maintain its assets in such a manner that it is not costly or difficult to segregate, identify or ascertain such assets;
- (c) hold regular meetings, as appropriate, to conduct the business of the company, and observe all customary organizational and operational formalities;
- (d) hold itself out to creditors and the public as a legal entity separate and

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- distinct from any other entity;
- (e) prepare separate tax returns and financial statements, or if part of a consolidated group, then it will be shown as a separate member of such group;
- (f) allocate and charge fairly and reasonably any common employee or overhead shared with affiliates;
- (g) transact all business with affiliates on an arm's-length basis and pursuant to enforceable agreements;
- (h) conduct business in its own name, and use separate stationery, invoices and checks;
- (i) not commingle its assets or funds with those of any other person; and
- (j) not assume, guarantee or pay the debts or obligation of any other person.

ARTICLE FIVE: EFFECT OF BANKRUPTCY, DEATH OR INCOMPETENCY OF A MEMBER

The bankruptcy, death, dissolution, liquidation, termination or adjudication of incompetency of a member shall not cause the termination or dissolution of the company and the business of the Company shall continue. Upon any such occurrence, the trustee, receiver, executor, administrator, committee, guardian or conservator of such Member shall have all the rights of such member of the purpose of settling or managing its estate or property, subject to satisfying conditions precedent to the admission of such assignee as a substitute Member. The transfer by such trustee, receiver, executor, administrator, committee, guardian or conservator of any Company Interest shall be subject to all of the restrictions, hereunder to which such transfer would have been subject if such transfer had been made by such bankrupt, deceased, dissolved, liquidated, terminated or incompetent Member. (The foregoing shall apply to the extent permitted by applicable law.)

October 8th, 1998.

Dated: Oct. 8, 1998

Mart. Perez
MARTINIANO PEREZ, MEMBER

SALADRIGAS FAMILY LIMITED PARTNERSHIP, MEMBER

BY: Carlos A. Saladrigas
CARLOS A. SALADRIGAS, President of
SALADRIGAS HERITAGE INVESTMENTS, INC.
General Partner

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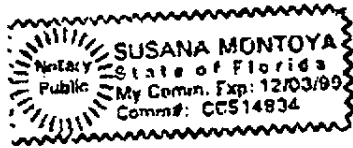
STATE OF FLORIDA)
COUNTY OF DADE) ss)

The foregoing instrument was acknowledged before me this 8th day of October, 1998, by MARTINIANO PEREZ and CARLOS A. SALADRIGAS, President of Saladrigas Heritage Investments, Inc., who are personally known by me or who have produced HA as identification.

Susana Montoya
NOTARY PUBLIC

My commission expires:

This instrument prepared by:
Roger Besu, Esq.
1925 Brickell Ave. Suite D-206
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Tel (305) 854-6363
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e-mail: rogerb@besulaw.com



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