

L98000 00 2004



ACCOUNT NO. : 072100000032

REFERENCE : 959925 7135588

AUTHORIZATION :

COST LIMIT : \$ 337.50

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

98 SEP 14 PM 3:49

FILED

ORDER DATE : September 14, 1998

ORDER TIME : 10:50 AM

ORDER NO. : 959925-005

CUSTOMER NO: 7135588

CM

CUSTOMER: Ellen Rose, Esq
THERREL BAISDEN, P.A.

Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

200002638212--5

DOMESTIC FILING

NAME: 16590 DEVELOPERS L.C.

~~980258~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

RECEIVED
98 SEP 14 AM 11:26
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 14, 1998

JANNA WILSON
CSC
TALLAHASSEE, FL

SUBJECT: 16590 DEVELOPMENT L.C.
Ref. Number: W98000020902

FILED
98 SEP 14 PM 3:49
TALLAHASSEE, FLORIDA

We have received your document for 16590 DEVELOPMENT L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 698A00046480

RESUBMIT

Please give original
submission date as file date.

RECEIVED
98 SEP 23 AM 9:52
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 23, 1998

JANNA WILSON
CSC
TALLAHASSEE, FL

SUBJECT: 16590 DEVELOPMENT L.C.
Ref. Number: W98000020902

FILED
98 SEP 16 PM 3:49
TALLAHASSEE, FLORIDA

We have received your document for 16590 DEVELOPMENT L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 098A00048007

RESUBMIT
Please give original
submission date as the date

RECEIVED
98 SEP 25 AM 9:09
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 25, 1998

JANNA WILSON
CSC
TALLAHASSEE, FL

SUBJECT: 16590 DEVELOPMENT L.C.
Ref. Number: W98000020902

*Resubmit
original file date*

We have received your document for 16590 DEVELOPMENT L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 298A00048370

FILED
98 SEP 14 PM 3:49
TALLAHASSEE, FLORIDA

RECEIVED
98 SEP 28 PM 1:07
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

OF

16590 DEVELOPERS L.C.

The undersigned desiring to form a limited liability company in accordance with Chapter 608 of the Florida Statutes, hereby sets forth the following Articles of Organization:

ARTICLE I.

The name of the limited liability company is 16590 Developers L.C.

ARTICLE II.

The limited liability company shall have perpetual existence, until dissolved in accordance with law.

ARTICLE III.

The mailing and street address of the limited liability company is:

169 E. Flagler Street
Suite 1035
Miami, Florida 33131

ARTICLE IV.

The initial registered agent of the limited liability company is

Ellen Rose
Therrel Baisden, P.A.
One Southeast Third Avenue Suite 2400
Miami, Florida 33131

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09 SEP 11 PM 3:49
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLE V.

The members may admit additional members who agree to be bound by the regulations and Articles of Organization of the limited liability company and who have been approved in writing by each of the members of the limited liability company.

ARTICLE VI.

The remaining members of the limited liability company have the right to continue its existence and business on 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.

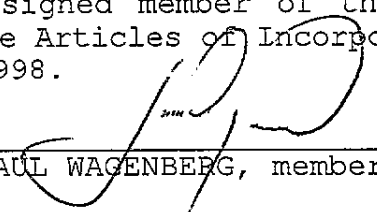
ARTICLE VII.

The limited liability company is to be managed by not less than one manager. The name and address of the manager who will serve until the first annual meeting of members or until his successor is elected and qualify is:

Saul Wagenberg
169 E. Flagler Street
Suite 1035
Miami, Florida 33131

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98 SEP 14 PM 3:49
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned member of the limited liability company has executed these Articles of Incorporation on this 10 day of September, 1998.



SAUL WAGENBERG, member

STATE OF FLORIDA:

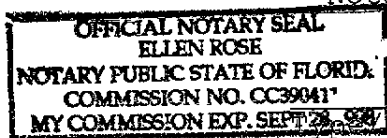
SS:

COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 10 day of September, 1998, by SAUL WAGENBERG, who is personally known to me or who has produced _____ as identification.

Ellen Rose

Notary Public, State of Florida
at Large



Print/or Stamp Name of Notary

My Commission Expires:

W:\ER\WAGENLC.WPD

FILED
99 SEP 14 PM 3:49
MIAMI, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

16590 Developers L.C.

In accordance with Chapter 708 of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that 16590 Developers L.C., desiring to organize under the laws of the State of Florida with its principal office at: 169 East Flagler Street, Miami, Florida, has named Ellen Rose, located at SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Ellen Rose

ELLEN ROSE

FILED
93 SEP 14 PM 3:49
TALLAHASSEE, FLORIDA

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

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared SAUL WAGENBERG, as MANAGER of 16590 Developers L.C., a Florida limited Liability Company, who upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Limited Liability Company made by each Member is a portion of real estate described on Exhibit "A" which has an overall agreed value of \$240,000, each member's portion of which is as follows:

Luis Humberto Rodriguez and	
Maria Del Pilar Lopez, his wife	\$60,000.00
Itamar Avinami	\$30,000.00
Anna Sachter Avinami	\$30,000.00
Michael Wiznitzer	\$60,000.00
Saul Wagenberg and	
Rebeca Feldman de Wagenberg, his wife	\$60,000.00

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98 SEP 14 PM 3:49
MILWAUKEE COUNTY

The amount of cash contributions is \$0.00

2. The amount of additional capital contributions anticipated to be contributed by each Limited Partner is as follows:

Luis Humberto Rodriguez and	
Maria Del Pilar Lopez, his wife	\$25,000.00
Itamar Avinami	\$12,500.00
Anna Sachter Avinami	\$12,500.00
Michael Wiznitzer	\$25,000.00
Saul Wagenberg and	
Rebeca Feldman de Wagenberg, his wife	\$25,000.00

There are no required additional contributions.

The total amount of cash or property anticipated to be contributed by the members is \$340,000.

FURTHER AFFIANT SAITH NAUGHT.

EXHIBIT "A"

LOTS 10, 11, AND 12 IN BLOCK 3 OF EASTERN SHORES SUBDIVISION,
according to the Plat thereof, as recorded in Plat Book 65 at Page 28, of the Public
Records of Dade County, Florida.

FILED

98 SEP 14 PM 3:19

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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.

MANAGER/MEMBER:

[Handwritten Signature]

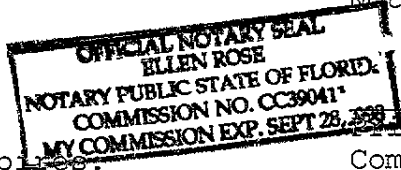
SAUL WAGENBERG

Dated: Sept 10, 1998

The foregoing instrument was acknowledged before me this 10 day of Sept, 1998, by SAUL WAGENBERG, who is personally known to me or has produced _____ as identification.

[Handwritten Signature]

Notary Public, State of Florida
at Large



My Commission Expires: _____ Print/Type or Stamp Notary Name
Commission No. (if any) _____

FILED
00 SEP 14 PM 3:49
NOTARY PUBLIC
TALLAHASSEE, FLORIDA