

U98000002138



ACCOUNT NO. : 072100000032

REFERENCE : 983650 97981A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 285.00

98 OCT -6 PM 3:01

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : October 2, 1998

ORDER TIME : 10:45 AM

ORDER NO. : 983650-005

CUSTOMER NO: 97981A

CUSTOMER: Jerry S. Chasen, Esq
CROCKETT & CHASEN, P.A.

600002656876--0

Suite 338
420 Lincoln Road
Miami Beach, FL 33139

DOMESTIC FILING

NAME: SHOPS AT GABLES EDGE L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

Name	<i>mg</i>
Availability	<i>mg</i>
Document Examiner	<i>mg</i>
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Acknowledgement	<i>mg</i>
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ARTICLES OF ORGANIZATION OF
Shops at Gables Edge L.C.

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ARTICLE I
Name

The name of the limited liability company ("Company") is Shops at Gables Edge L.C..

ARTICLE II
Address

The mailing and street address of the Company's principal office is 4233 Royal Palm Ave., Miami Beach, FL 33139.

ARTICLE III
Duration

The period of duration for the Company is in perpetuity.

ARTICLE IV
Registered Agent and Office

The name of Company's initial registered agent in Florida is Andres Casas. The address of Company's registered office in Florida is 4233 Royal Palm Ave., Miami Beach, FL 33139.

ARTICLE V
Management

The Company is to be managed by a manager. The initial manager will serve until the first annual meeting of the members. The initial manager is identified as follows:

Andres Casas
4233 Royal Palm Ave., Miami Beach, FL 33139

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ARTICLE VI
Admission of New Members

Members of the Company have no right to admit new members. Admission of new members is solely in the discretion of the manager.

ARTICLE VII
Additional Provisions

The remaining members of the Company have the right to continue the 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 Company, upon the written consent of members owning 75% of the interest in the Company.

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the manager listed in Article VII.

IN WITNESS WHEREOF, I have executed these Articles of Organization on this 22nd day of September, 1998 at Miami Beach, FL.



Andres Casas

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Shops at Gables Edge L.C.
2. The name and address of the registered agent and office is:

Andres Casas

4233 Royal Palm Ave., Miami Beach, FL 33139
(P O. Box NOT ACCEPTABLE)

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Andres Casas (SIGNATURE)

09/22/98

(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

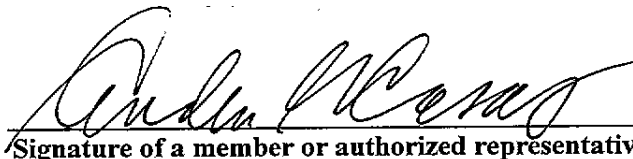
The undersigned member or authorized representative of Shops at Gables Edge L.C. deposes and says:

1) the above named limited liability company has at least one member.

2) the total amount of cash contributed by the member(s) is \$1,000

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 265,000.00
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 \$ 266,000.00
This total includes amounts from 2 and 3 above



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.

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Exhibit A

Lots 12, 13, 14 and 15, of Block 5 of EL CAMINO PARK, according to the Plat recorded in Plat Book 27 at Page 51 of the Public Records of Dade County, Florida.

Parcel Identification Number: 4106-007-0520

97-0008

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