

Document Number Only

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FILED

98 SEP 30 AM 8:29

TALLAHASSEE, FL 32301

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-09/30/98--01047--018
****285.00 ****285.00

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

CM

Miami Ventures Asset Management, LLC.

W98022348

☐ Profit

☐ NonProfit

☒ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

9/30/98

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED
THANKS
JOEY

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98 SEP 30 AM 11:23
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 30, 1998

CT CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MIAMI VENTURES ASSET MANAGEMENT, LLC
Ref. Number: W98000022348

We have received your document for MIAMI VENTURES ASSET MANAGEMENT, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers of the limited liability company.

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: 398A00048973

Walk IN
Pick up

10-8-98

Please back date

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TALLAHASSEE, FLORIDA

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98 OCT -8 PM 2:51
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I-Name:

The name of the limited liability company is: MIAMI
VENTURES ASSET MANAGEMENT, LLC.

ARTICLE II-Address:

The mailing address and street address of the principal
office of the Limited Liability Company is: One Brickell Square
801 Brickell Avenue, Suite 925, Miami, Florida 33131

ARTICLE III-Duration:

The period of duration for the Limited Liability Company
shall be: The existence of the Limited Liability Company shall
be deemed to have commenced as of the date of the initial filing
of the Articles of Organization with the office of the Secretary
of State of the State of Florida, and shall continue until
terminated pursuant to (a) the unanimous decision of the Managing
Members Company to dissolve the Company or (b) a liquidating
transaction involving the distribution of net proceeds derived
from the sale or other disposition of all, or substantially all,
of the Company's assets.

ARTICLE IV-Management:

The Limited Liability Company is to be managed by the
members and the name(s) of the Managing Member(s) is/are: John
A. Hall.

ARTICLE V-Admission of Additional Members:

The right, if given, of the remaining members to admit
additional members and the terms and conditions of the admissions
shall be: The Managing Member(s) shall be authorized to admit to
the Limited Liability Company one or more Members as of the first
day of any month on such terms and conditions as he/they shall
determine. The admission of a Member shall not dissolve the
Limited Liability Company.

ARTICLE VI-Rights to Continue Business:

The right, if given, of the remaining members of the Limited
Liability Company 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 limited liability company shall be: The members of the Limited Liability Company shall have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other vent which terminates the continued membership of a member in the Limited Liability Company.

On the occurrence of a disabling event (as defined in the limited liability company agreement), with respect to a Managing Member, the interest of such Member shall be deemed to have been converted into an interest of a Non-Managing Member, and the disabled member and its successors shall no right to participate in the management of the Limited Liability Company.



William A. Kirk
Authorized Person

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98 SEP 30 AM 8:30
CLERK OF COURT
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of MIAMI VENTURES ASSET MANAGEMENT, LLC deposes and says:

1) The above named limited liability company has at least two members;

2) The total amount of cash contributed by the member(s) is \$ 22, 260.

3) If any, the agreed value of property other than cash contributed by members is \$ -0-; and

4) The total amount of cash or property anticipated to be contributed by members is \$ 30,000. This total includes amounts from 2 and 3 above.



Authorized Person

(In accordance with the statutes of the State of Florida, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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98 SEP 30 AM 8:30
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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

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

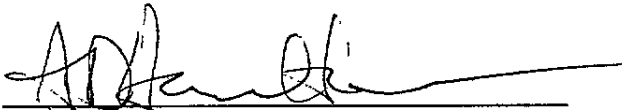
1. The name of the limited liability company is:

MIAMI VENTURES ASSET MANAGEMENT, LLC.

2. The name and address of the registered agent and office are: _____

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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.


(Signature)

Alexandra Hamilton / Spec. Asst. Secy.

9/29/98

(Date)

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59 SEP 30 AM 8:30
TALLAHASSEE, FLORIDA

Members of
Miami Ventures Asset Management, LLC

John A. Hall
7365 SW 132 Street
Miami, FL 33156

Mr. Robert Beatty, Esq.
441 Grand Concourse
Miami Shores, FL 33138

Mr. Don Butler, CPA
5961 SW 63rd CT.
Miami, FL 33183

Mr. Gene W. McLean
11911 SW 79th Terrace
Miami, FL 33183

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 SEP 30 AM 9:30

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