

L98000003237



THE UNITED STATES
CORPORATION
COMPANY

W98-27964
00789-00624-00671

ACCOUNT NO. : 072100000032

REFERENCE : 060187 4302173

AUTHORIZATION :

Patricia Pizette

COST LIMIT : \$ 285.00

ORDER DATE : December 10, 1998

ORDER TIME : 10:07 AM

ORDER NO. : 060187-005

500002711415--1

CUSTOMER NO: 4302173

CUSTOMER: Steven Lummer, Legal Asst
SWIDLER BERLIN SHEREFF
SWIDLER BERLIN SHEREFF
919 Third Avenue

New York, NY 10022

DOMESTIC FILING

NAME: VGIP ASSOCIATES, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Name	MSH
Availability	MSH
Document Examiner	MSH
Updater	MSH
Updater	MSH
Verifier	MSH
Acknowledgement	MSH
W. P. Verityer	MSH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 DEC 14 PM 3:56

RECEIVED
98 DEC 14 AM 11:29
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RESUBMIT
Please give original
submission date as file date.

December 15, 1998

CSC

SUBJECT: VGIP ASSOCIATES, LLC
Ref. Number: W98000027964

RESUBMIT
Please give original
submission date as file date.

We have received your document for VGIP ASSOCIATES, 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):

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

The document must have original signatures.

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

Letter Number: 198A00058908

RECEIVED
58 DEC 17 AM 10:41
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

V5IP Associates, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

40 Sevell Realty Partners, 2295 Corporate Boulevard NW 125,
Boca Raton, Florida 33431

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: 50 years

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Barry M. Davis and Peter Gamar
Sun Management Corporation
301 Fields Lane
Orangethorpe, N.Y. 10509

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Unlimited

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 PM 3:56

ARTICLE VI - Members Rights to Continue Business:

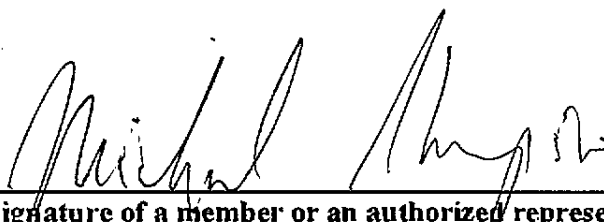
The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability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

unlimited

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of V6IP Associates,
LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 160,000;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 608,000;
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 768,000.


Signature of a member or an 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.)

MICHAEL SHAPIRO
Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: VGIP Associates, LLC

2. The name and the Florida street address of the registered agent are:

Corporation Service Company

NAME

1201 Hays Street

Florida street address (P. O. Box NOT ACCEPTABLE)

Tallahassee, FL 32301

CITY, STATE AND ZIP

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.

By: Karen B. Rozar

Karen B. Rozar, Asst. Sec.
Corporation Service Company

Filing Fee: \$35 as for Designation of Registered Agent

Schedule A

Lots 1 and 4, Block 17, FIRST REPLAT IN PORT ST. LUCIE INDUSTRIAL PARK - UNIT ONE, according to the Plat thereof, recorded in Plat Book 23, Pages 6 and 6A through D, Public Records of St. Lucie County, Florida.

File No: FL98-1519