

L99000000332

Florida Department of State  
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LIMITED LIABILITY COMPANY

HOLLY WILLIAMSON INVESTMENTS #10, LLC

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ARTICLES OF ORGANIZATION  
OF  
HOLLY WILLIAMSON INVESTMENTS #10, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I  
Name

The name of the limited liability company is HOLLY WILLIAMSON INVESTMENTS #10, LLC.

Article II  
Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

Article III  
Nature of Business and Mailing Address

This Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the Company's initial principal office is c/o 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131.

THIS DOCUMENT PREPARED BY:

Mark J. Scheer, Esq.  
Gunster, Yoakley, Valdes-Fauli  
& Stewart, P.A.  
Suite 3400 - One Biscayne Tower  
2 South Biscayne Boulevard  
Miami, Florida 33131  
Tel: (305) 376-6040

Florida Bar No.: 0710430

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Article IV  
Initial Registered Office and Agent

The street address of the initial registered office of this Company is 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131-1897, and the name of the initial registered agent of this Company at that address is Valdes-Fauli Corporate Services, Inc.

Article V  
Capital Contribution

The amount of capital which the initial Members have committed as their initial capital contribution is One Hundred Dollars (\$100.00). There is no requirement or agreement for additional capital contributions.

Article VI  
Addition of New Members

New members who take their interest directly from the Company will be admitted as Members. New members who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

Article VII  
Continuation on Death, Retirement, Etc. of Members

The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this Company. The Company shall terminate upon the consent of all Members or as otherwise provided in accordance with the terms of the Regulations and Operating Agreement.

Article VIII  
Management

This company shall initially be member managed. The name and street address of the members are as follows:

Name  
William Holly

Street Address  
1931 South Bayshore Drive  
Coconut Grove, Florida 33133

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Jeffrey Williamson

2210 SW 28th Street  
Coconut Grove, Florida 33133

Article XI  
Amendment

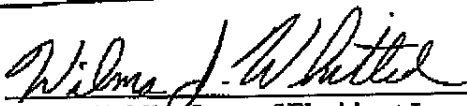
This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of the members has executed these Articles the 20th day of January, 1999.

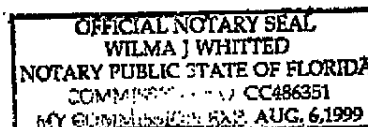
  
JULIE A.S. WILLIAMSON  
Authorized Representative

STATE OF FLORIDA       ]  
                                  ] ss.:  
COUNTY OF MIAMI-DADE ]

The foregoing instrument was acknowledged before me this 20th day of January, 1999 by  
JULIE   A.S.   WILLIAMSON,   who   has   produced   as   identification  
\_\_\_\_\_ or is personally known to me.

  
Notary Public, State of Florida at Large

My Commission Expires:



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**ACCEPTANCE BY REGISTERED AGENT**

HOLLY WILLIAMSON INVESTMENTS #10, LLC, a Florida limited liability company, desiring to organize as a Limited Liability Company pursuant to Section 608.407 of the Florida Statutes, with its registered office, as indicated in the Articles of Organization in the City of Miami, County of Miami-Dade, State of Florida, has named Valdes-Fauli Corporate Services, Inc., located at 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131-1897, as its registered agent within the State.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

VALDES-FAULI CORPORATE SERVICES, INC.

By:   
Mark J. Scheer, Vice President

Dated: January 20, 1999

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**AFFIDAVIT**

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

BEFORE ME, a Notary Public, personally appeared JULIE A.S. WILLIAMSON. ("Affiant"), on behalf of the members of HOLLY WILLIAMSON INVESTMENTS #10, LLC., a limited liability company, who, deposes and states that:

1. HOLLY WILLIAMSON INVESTMENTS #10, LLC has at least one member.
2. The total initial capital contributions and anticipated capital of the members of HOLLY WILLIAMSON INVESTMENTS #10, LLC is One Hundred Dollars (\$100.00).
3. Except for the cash stated in No. 2 above, there shall be no property contribution made, or anticipated to be contributed, by the member.

FURTHER AFFIANT SAYETH NAUGHT.

*Julie A.S. Williamson*  
 JULIE A.S. WILLIAMSON  
 Authorized Representative

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The foregoing instrument was acknowledged before me this 20th day of January, 1999, by JULIE A.S. WILLIAMSON., who is personally known to me or has produced \_\_\_\_\_ as identification.

*Wilma J. Whitted*  
 Notary Public, State of Florida at Large

My Commission Expires:

219697.1

