

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

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1.) 9590 Limited Liability Company
(CORPORATE NAME & DOCUMENT #)

2.) _____
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3.) _____
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SPECIAL INSTRUCTIONS

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ARTICLES OF ORGANIZATION

OF

9590 LIMITED LIABILITY COMPANY

THE UNDERSIGNED, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purpose of forming a Limited Liability Company under the laws of the State of Florida do hereby set forth the following:

1. NAME

The name of the Limited Liability Company is:

9590 LIMITED LIABILITY COMPANY

2. PERIOD OF DURATION

This limited liability shall have perpetual existence.

3. PURPOSE

The purpose is to purchase a commercial building and the real property upon which it is constructed, located at 9590 N.W. 7th Avenue, Miami, Dade County, Florida 33150, and to engage in such other business and activities as may be permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in limited liability companies organized and existing by virtue of said laws.

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4. ADDRESS OF PLACE OF BUSINESS

The address of the place of business and mailing address in Florida for the Limited Liability Company is 9590 N.W. 7th Avenue, Miami, Florida 33150.

5. REGISTERED AGENT

The name and address of the initial Registered Agent in Florida for the Limited Liability Company is **BARRY H. MENSCHER**, 9590 N.W. 7th Avenue, Miami, Florida 33150.

6. CAPITAL CONTRIBUTIONS

Upon the initial organization of this Limited Liability Company, the total amount of cash and the agreed value of all property other than cash contributed is \$1,000.00.

7. ADDITIONAL CONTRIBUTIONS

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events of happening of which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made by the unanimous vote of all of the members in accordance with the provisions of Paragraph 10 below.

8. ADDITIONAL MEMBERS

This Limited Liability Company may admit additional members subject to approval by vote of a majority of the existing members.

9. CONTINUITY OF BUSINESS

The members remaining after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or after any other event which terminates the membership of a member, have the right to continue the business of this Limited Liability Company subject to the approval by unanimous vote of the remaining members.

10. MANAGEMENT

The business and affairs of the Limited Liability Company shall be managed and all decisions shall be made by the unanimous vote of the members, each member having one vote for each percentage point (or the appropriate fraction thereof) of "percentage ownership" in the Limited Liability Company. Notwithstanding the same, the execution of any instrument, including deeds, mortgages, leases and other contracts, purporting to be signed on behalf of the Limited Liability Company by any one (1) member shall, as to any third party relying thereon, be conclusively presumed to have been the authorized act of the Limited Liability Company, and shall, for all purposes, bind it. The names, addresses and percentage ownership of the members of the Limited

Liability Company are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>PERCENTAGE</u>
BARRY H. MENSCHER	9590 N.W. 7TH AVENUE MIAMI, FLORIDA 33150	50%
CAROL A. MENSCHER	9590 N.W. 7TH AVENUE MIAMI, FLORIDA 33150	50%

11. REGULATIONS

The regulations of this Limited Liability Company may only be adopted, amended, altered or repealed by a majority vote of the members, said votes being cast in the manner set forth in Paragraph 10 above.

12. AMENDMENT

This Limited Liability Company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization by a majority vote of the members, said votes being cast in the manner set forth in Paragraph 10 above.

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Executed this 21 day of JANUARY, 1999.

Barry H. Menscher (SEAL)
BARRY H. MENSCHER

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 21 day of January, 1999, by BARRY H. MENSCHER, member of 9590 LIMITED LIABILITY COMPANY., a Florida Limited Liability Company to be formed, who are personally known to me, or if not, produced personally known as identification.

Gwendolyn Stuckey Roscoe
Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
GWENDOLYN STUCKEY ROSCOE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO CC614278
MY COMMISSION EXP JAN. 16, 2001

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99 JAN 25 AM 10:38

Executed this 21 day of JANUARY, 1999.

Carol A. Menscher (SEAL)
CAROL A. MENSCHER

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 21 day of January, 1999, by CAROL A. MENSCHER, member of 9590 LIMITED LIABILITY COMPANY, a Florida Limited Liability Company to be formed, who are personally known to me, or if not, produced personally known as identification.

Gwendolyn Stuckey Roscoe
Notary Public

My Commission Expires:

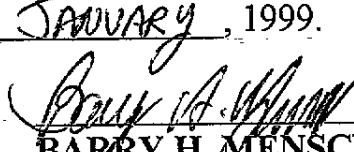
OFFICIAL NOTARY SEAL
GWENDOLYN STUCKEY ROSCOE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO CC614278
MY COMMISSION EXP JAN. 16, 2001

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ACCEPTANCE BY REGISTERED AGENT

HAVING been appointed the Registered Agent of **9590 LIMITED LIABILITY COMPANY**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as Registered Agent by **9590 LIMITED LIABILITY COMPANY**.

Executed this 21 day of JANUARY, 1999.



BARRY H. MENSCHER,
REGISTERED AGENT

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A LIMITED
LIABILITY COMPANY**

The undersigned member of **9590 LIMITED LIABILITY COMPANY**, a limited liability company, executes this Affidavit pursuant to Section 608.412 of the Florida Statutes:

1. The above named limited liability company has two (2) members.
2. The total amount of capital contributions of the members is \$1,000.00 and there are no contributions other than cash. The total anticipated amount to be contributed is \$1,000.00.
3. The execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



BARRY H. MENSCHER

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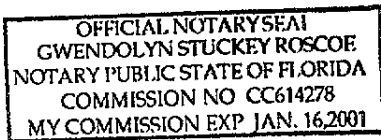
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 21 day of January, 1999, by **BARRY H. MENSCHER**, member of **9590 LIMITED LIABILITY COMPANY.**, who is personally known to me, and if not, produced personally known as identification.

My Commission Expires:

Gwendolyn Stuckey Roscoe
Notary Public



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