



THE UNITED STATES  
CORPORATION  
COMPANY

L99000000731

ACCOUNT NO. : 072100000032

REFERENCE : 118624 4322524

AUTHORIZATION :

*Patricia Puyat*

COST LIMIT : \$ 337.50

ORDER DATE : February 1, 1999

ORDER TIME : 10:59 AM

ORDER NO. : 118624-005

CUSTOMER NO: 4322524

CUSTOMER: Shirley Chang, Legal Assistant  
KATZ BARRON SQUITERO & FAUST  
KATZ BARRON SQUITERO & FAUST  
7th Floor  
2699 South Bayshore Drive  
Miami, FL 33133

DOMESTIC FILING

NAME: EDEN LAKES, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

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FILED  
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TALLAHASSEE, FLORIDA

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L99-731

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 1, 1999

ROBERT MAXWELL  
CSC

SUBJECT: EDEN LAKES, L.C.  
Ref. Number: W99000002487

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for EDEN LAKES, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 799A00004295

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DIVISION OF CORPORATIONS

*ARTICLES OF ORGANIZATION  
OF  
EDENLAKES, L.C.,  
A Limited Liability Company*

ARTICLE I

NAME

The name of the limited liability company ("Company") is: EDEN LAKES, L.C.

ARTICLE II

ADDRESS

The mailing and street address of the Company's principal office is:

2189 West 60th Street, Suite 205  
Hialeah, FL 33016

ARTICLE III

DURATION

This Company shall have a duration of thirty (30) years from the date of filing of these Articles of Organization with the Florida Department of State. However, the duration can be extended by agreement among the Members, but shall not have a perpetual existence.

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. The business may be continued only on the unanimous written consent of the remaining members.

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ARTICLE IV

REGISTERED AGENT AND OFFICE

The name of Company's initial registered agent in Florida is Mario Ferro, Jr. The address of Company's registered office in Florida is 2189 West 60th Street, Suite 250, Hialeah, Florida 33016.

ARTICLE V

PURPOSE

This Company is organized for the purpose of transacting any or all lawful business for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as amended from time to time.

ARTICLE VI

MANAGEMENT

The Company is to be managed by Mario Ferro, Jr. to serve until the first annual meeting of the members. The initial manager is identified as follows:

Mario Ferro, Jr., whose address is: 2189 West 60th Street, Suite 205, Hialeah, Florida 33016.

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ARTICLE VII

ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted. In the event that a Member desires to sell all or a portion of his Membership Interest to a third party purchaser, the other Members have a right of first refusal to purchase such Membership Interest, pro rata, upon the same terms and conditions as such sale would occur to the third party purchaser.

ARTICLE VIII

CONTINUATION OF COMPANY

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. The business may be continued only on the unanimous written consent of the remaining members within ninety (90) days after the occurrence of such event.

ARTICLE IX

CONTRIBUTIONS

The total amount of cash and other property being contributed by the members of the Company are as follows:

<u>NAME</u>	<u>CONTRIBUTION</u>
Eden Lakes, Inc., a Florida corporation	\$1,000.00

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 9<sup>th</sup> day  
of FEB., 1999, at Miami, Florida.

EDEN LAKES, INC., a Florida corporation

By: \_\_\_\_\_

**MARIO FERRO, JR., PRESIDENT**

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

) SS:

The foregoing instrument was acknowledged before me this day 9<sup>th</sup> of FEB., 1999,  
by MARIO FERRO, JR., President of EDEN LAKES, INC., a Florida corporation, to me well known  
to be the person described in and who executed the foregoing Articles of Organization, and he  
acknowledged before me that he executed the same for the purposes therein expressed, who is personally  
known to me or has produced \_\_\_\_\_ as identification.

\_\_\_\_\_  
SIGNATURE OF NOTARY PUBLIC - STATE OF FLORIDA

PRINT, TYPE OR STAMP COMMISSIONED NAME OF  
NOTARY PUBLIC:

COMMISSION NUMBER:  
COMMISSION EXPIRES:



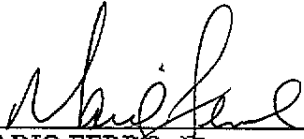
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ACCEPTANCE BY REGISTERED AGENT

The undersigned, MARIO FERRO, JR., whose address is 2189 West 60th Street, Suite 205, Hialeah, Florida 33016, hereby accepts the appointment as Registered Agent of EDEN LAKES, L.C., which is contained in the foregoing Articles of Organization.

DATED this 9<sup>th</sup> day of FEB., 1999.

  
\_\_\_\_\_  
MARIO FERRO, JR.

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of EDEN LAKES, L.C., 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:      \$1,000.00
- 3) If any, the agreed value of property other than cash contributed by member(s) is:      0  
A description of the property is attached and made a part hereof.
- 4) The amount of cash or property anticipated to be contributed by member(s) is:      0
- 5) The total amount of 2, 3 and 4 is:      \$1,000.00

EDEN LAKES, INC., a Florida corporation

By: \_\_\_\_\_

**MARIO FERRO, JR., PRESIDENT**

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