

L99000002033

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March 24, 1999

Federal Express Airbill No. 4200929832

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

00789-02544 00671
W99-7657

600002818436--8
-03/25/99--01070--006
*****35.00 *****35.00

4/12

Re: C.S. II, L.C.

600002818436--8
-03/25/99--01070--007
*****250.00 *****250.00

Dear Clerk:

Please be advised I represent C.S. II, L.C. and in this regard I am enclosing the following:

1. Original and one copy of the Articles of Organization.
2. Original and one copy of the Certificate of Designation of Registered Agent/Registered Office.
3. Original and one copy of Affidavit of Membership Contributions.
4. My firm check in the amount of \$250.00 representing your filing fee and another check in the amount of \$35.00 representing the registered agent fee.

Kindly forward one copy of the filed documents to me in the enclosed stamped envelope together with your receipt. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Jeffrey A. Sarrow
JEFFREY A. SARROW scs

Enclosures

JAS:scs

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Name	JEFFREY A. SARROW
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 12 AM 10:54



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 30, 1999

JEFFREY A. SARROW
300 SOUTH PINE ISLAND ROAD, SUITE 304
PLANTATION, FL 33324

SUBJECT: C.S. II, L.C.
Ref. Number: W99000007657

We have received your document for C.S. II, L.C. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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: 099A00016077

ARTICLES OF ORGANIZATION

OF

SCARLET BEGONIA , L.C.

A Florida Limited Liability Company

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 12 AM 10:54

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 set forth the following:

1. **NAME.** The name of the Limited Liability Company is **SCARLET BEGONIA L.C.** (the "Company").

2. **PERIOD OF DURATION.** The period of duration of the Company shall be from the date of filing until the first to occur of the following (a) December 31, 2030; or (b) Dissolution of the Company pursuant to provision of the Florida Limited Liability Company Act.

3. **PURPOSE.** The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. **MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE.** The street address of the principal office and mailing address of the Company is 3250 Mary Street, Suite 306, Coconut Grove, Florida.

5. **REGISTERED AGENT.** The name and address of the initial registered agent for the Company is: Jeffrey A. Sarrow, Esq., 300 South Pine Island Road, Suite 304, Plantation, FL 33324.

6. **ADDITIONAL MEMBERS.** Members may admit additional members upon unanimous agreement of the then existing members.

7. **CONTINUITY OF BUSINESS.** Upon the death, retirements, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminated the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the consent of remaining members owning a majority-in-interest of the profits, interests and of the capital interests of the Company.

8. **MANAGEMENT.** The Company shall be managed by a manager, as further provided in the Regulations of the Company. Except as authorized by the manager, no member is an agent of the Company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company. The name and address of the manager is as follows:

Paul Steinfurth
3250 Mary Street
Suite 306
Coconut Grove, Florida

The undersigned has executed these Articles or Organization on the 5 day of April, 1999.

SCARLET BEGONIA, L.C.

By: 
Jeffrey A. Sarrow, Authorized Representative

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

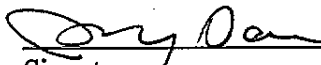
1. The name of the limited liability company is:

SCARLET BEGONIA, L.C.

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

Jeffrey A. Sarrow, Esq.
300 South Pine Island Road
Suite 304
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 its 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

April 5, 1999
Date

AFFIDAVIT OF MEMBERSHIP CONTRIBUTIONS

The undersigned authorized representative of a member of SCARLET BEGONIA, 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 members is \$100.00.
3. No property other than cash is being contributed by the members.
4. No additional cash or property is anticipated to be contributed by the members.
5. The total amount of contributions by the members is \$100.00



Jeffrey A. Sarrow, Authorized Representative

(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.)