

L99000002662

**CORPORATE  
ACCESS,  
INC.**

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1.) Milfred Apartments L.C.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
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## ARTICLES OF ORGANIZATION

OF

### MILFRED APARTMENTS L.C.

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:

**MILFRED APARTMENTS L.C.**

#### 2. PERIOD OF DURATION

This limited liability shall have perpetual existence.

#### 3. PURPOSE

The purpose is to purchase an apartment building located at 936 Pennsylvania Avenue, Miami Beach, Dade County, Florida 33139, 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.

#### 4. ADDRESS OF PLACE OF BUSINESS AND MAILING ADDRESS

The address of the place of business and mailing address in Florida for the

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Limited Liability Company is 2121 Ponce DeLeon Boulevard, Suite 1100, Coral Gables, Florida 33134.

**5. REGISTERED AGENT**

The name and address of the initial Registered Agent in Florida for the Limited Liability Company is **SANFORD B. HORWITZ**, 2121 Ponce DeLeon Boulevard, Suite 1100, Coral Gables, Florida 33134.

**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 \$150,000.00.

**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 two (2) members 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>
Michael B. Goldstein and Irma Goldstein, husband and wife	2121 Ponce DeLeon Blvd. Suite 1100 Coral Gables, FL 33134	33 1/3 — — —
Sanford B. Horwitz and Janet L. Horwitz, husband and wife	2121 Ponce DeLeon Blvd. Suite 110 Coral Gables, FL 33134	33 1/3 — —
David L. Lombardi and Shari B. Lombardi, husband and wife	975 Arthur Godfrey Road Miami Beach, FL 33140	33 1/3 — —

#### 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.

Executed this 7 day of MAY, 1999.

  
MICHAEL B. GOLDSTEIN

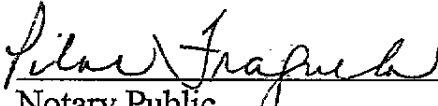
(SEAL)

  
IRMA GOLDSTEIN

(SEAL)

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 7 day of MAY, 1999, by **MICHAEL B. GOLDSTEIN**, member of **MILFRED APARTMENTS, L.C.**, a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced N/A as identification.

  
Notary Public

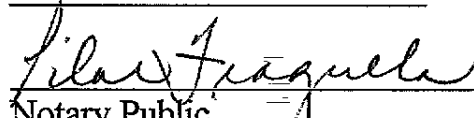
My Commission Expires:



PILAR FRAGUELA  
My Comm Exp. 2/09/2001  
Bonded By Service Ins  
No. CC614787  
☒ Personally Known ☐ Other I.D.

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 7 day of MAY, 1999, by **IRMA GOLDSTEIN**, member of **MILFRED APARTMENTS, L.C.**, a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced N/A as identification.

  
Notary Public

My Commission Expires:



PILAR FRAGUELA  
My Comm Exp. 2/09/2001  
Bonded By Service Ins  
No. CC614787  
☒ Personally Known ☐ Other I.D.

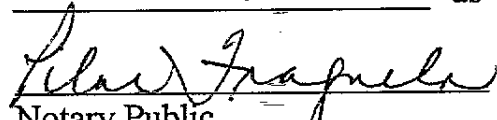
Executed this 7 day of MAY, 1999.

 (SEAL)  
SANFORD B. HORWITZ

 (SEAL)  
JANET L. HORWITZ

STATE OF FLORIDA  
COUNTY OF DADE


The foregoing instrument was acknowledged before me this 7 day of MAY, 1999, by SANFORD B. HORWITZ, member of **MILFRED APARTMENTS, L.C.**, a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced N/A as identification.

  
Notary Public

My Commission Expires:


STATE OF FLORIDA  
COUNTY OF DADE


The foregoing instrument was acknowledged before me this 7 day of MAY, 1999, by JANET L. HORWITZ, member of **MILFRED APARTMENTS, L.C.**, a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced N/A as identification.

  
Notary Public

My Commission Expires:

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

 PILAR FRAGUELA  
My Comm Exp. 2/09/2001  
Bonded By Service Ins  
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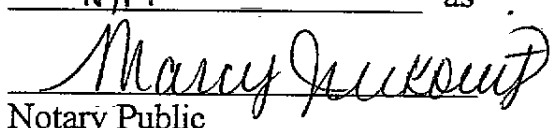
Executed this 5 day of MAY 1999.

  
(SEAL)  
DAVID L. LOMBARDI

  
(SEAL)  
SHARI B. LOMBARDI

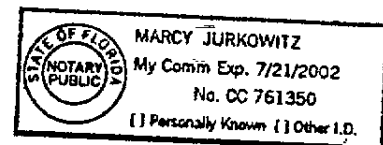
STATE OF FLORIDA  
COUNTY OF Dade

The foregoing instrument was acknowledged before me this 5 day of May, 1999, by DAVID L. LOMBARDI, member of MILFRED APARTMENTS, L.C., a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced N/A as identification.

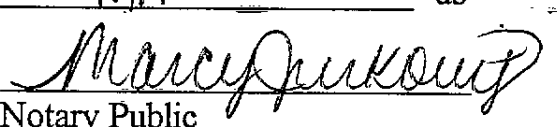
  
Notary Public

My Commission Expires:

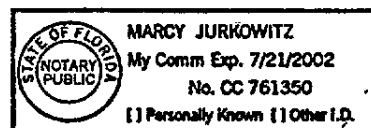
STATE OF FLORIDA  
COUNTY OF Dade



The foregoing instrument was acknowledged before me this 6 day of May, 1999, by SHARI B. LOMBARDI, member of MILFRED APARTMENTS, L.C., a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced N/A as identification.

  
Notary Public

My Commission Expires:

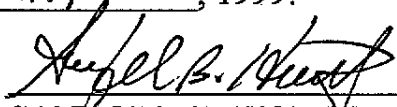




**ACCEPTANCE BY REGISTERED AGENT**

HAVING been appointed the Registered Agent of MILFRED  
APARTMENTS, L.C., 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 MILFRED  
APARTMENTS, L.C.

Executed this 7 day of MAY, 1999.

  
\_\_\_\_\_  
**SANFORD B. HORWITZ,**  
**REGISTERED AGENT**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

The undersigned member of **MILFRED APARTMENTS, L.C.**, a limited liability company, executes this Affidavit pursuant to Section 608.412 of the Florida Statutes:

1. The above named limited liability company has six (6) members.

2. The total amount of capital contributions of the members is \$150,000.00 and there are no contributions other than cash. The total anticipated amount to be contributed is \$150,000.00.

3. The execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
SANFORD B. HORWITZ

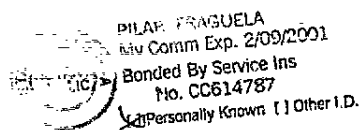
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TALLAHASSEE FLORIDA  
SECRETARY OF STATE

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 7 day of  
MAY, 1999, by **SANFORD B. HORWITZ**, member of **MILFRED**  
**APARTMENTS, L.C.**, who is personally known to me, and if not, produced  
N/A as identification.

My Commission Expires:



Pilar Fraguela  
Notary Public

B:MilfrdArt.Org  
JLS/dig (Corporations #6)  
5/5/99