

May-21-99 15:35

S&K PROPERTY MANAGEMENT

305 577 8832

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Division of Corporations

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## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

### Electronic Filing Cover Sheet

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From:

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## LIMITED LIABILITY COMPANY

International Trade Center, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03 4
Estimated Charge	\$346.25

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I**

**Name:**

The name of the Limited Liability Company is:

International Trade Center, LLC

**ARTICLE II**

**Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

1717 North Bayshore Drive, Suite 114  
Miami, Florida 33132

**ARTICLE III**

**Duration:**

The period of duration for the Limited Liability Company shall be:

The latest date upon which the limited liability Company is to dissolve is May 21, 2020

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**ARTICLE IV - Management:**

**(Check the appropriate box and complete the statement)**

- ☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

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The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

The following company will initially be the managing member:

pg 8-33517  
U.S.A. FUND MIAMI CORPORATION  
2300 Coral Way, Suite 200  
Miami, Florida 33145

#### ARTICLE V

##### Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of admissions shall be:

The managing member shall have the exclusive right to admit additional members.

#### ARTICLE VI

##### Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company 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 limited liability company shall be:

In the event of above occurring to a non managing member: It shall be the sole decision of the managing member to continue the business of the Company

In the event of above occurring to a managing member: By unanimous written agreement by the all members to continue the business of the Company

#### ARTICLE VII

##### Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of certifies:

U.S.A. FUND MIAMI CORPORATION, The managing member  
By: Gerti Buckreus  
Title: President

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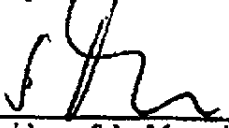
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05/21/1999 13:34 305-856-2030 CANTERA & ASSOCIATES  
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- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$500,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be  
contributed by member(s) is \$500,000.00

  
By: GERTI BUCKREUS as President of the Managing Member

(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.)

Filing Fee: \$250.00 for Articles and Affidavit

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**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 TO DESIGNATE A REGISTERED  
OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

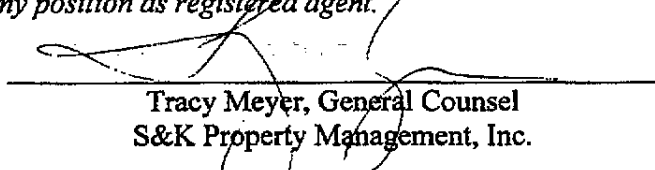
1. The name of the limited liability company is:

Palm Beach International Trade Center, LLC

2. The name and the Florida street address of the registered agent are:

S&K Property Management, Inc.  
1717 North Bayshore Drive, Suite 114  
Miami, Florida 33132

*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 this 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.*

  
\_\_\_\_\_  
Tracy Meyer, General Counsel  
S&K Property Management, Inc.

**Filing Fee: \$ 35 for Designation of Registered Agent**

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