

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : S&K PROPERTY
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Palm Beach Park of Commerce, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
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:

Palm Beach Park of Commerce, 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

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:
- ☒ 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:

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

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ARTICLE V

Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the 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 the 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 the above occurring to a managing member: By unanimous written agreement by all the members to continue 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

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$100,000.00
- 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 \$100,000.00

By:  GERTI BUCKREUS as President of 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.

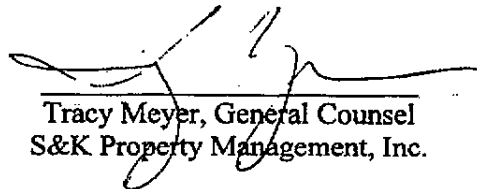
1. The name of the limited liability company is:

Palm Beach Park of Commerce, 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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