

CAPITAL CONNECTION INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-062 Fax (850) 224-1212

L99000003061

ADD Properties, LLC

700002888297--8

-05/27/99--01047--013

****337.50 ****337.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:49

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
☒ L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
☒ Cert Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

RECEIVED
99 MAY 27 AM 11:10
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

(7)

BK

5/27/99

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

ARTICLES OF ORGANIZATION

OF

ADD Properties, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:49

Each undersigned individual, being either a member or the authorized representative of a member, hereby presents these Articles of Organization to the Department of State of the State of Florida in accordance with Chapter 608, Florida Statutes, for the formation of a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of the limited liability company (the "Company") is ADD Properties, LLC.

ARTICLE II

Unless and until the Company is dissolved by the unanimous consent of the members or by law, the Company will exist in perpetuity from the date of the filing of these Articles with the Florida Department of State.

ARTICLE III

The mailing address and street address of the Company's principal business office is: 514 SW 98th Place, Miami, Florida 33174.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:49

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Harold L. Lewis

Address of Registered Office

One Biscayne Tower, Suite 3660
2 South Biscayne Boulevard
Miami, Florida 33131

ARTICLE V

1. The members of the Company have the right to admit additional members from time to time. Additional Members must be approved by all of the members and shall pay a capital contribution in an amount, if any, determined by the managers to be sufficient for admission.

2. The remaining members of the Company have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event which terminates the continued membership of a member in the Company.

ARTICLE VI

The business of the Company is to be managed by a manager or managers. The names and street addresses of the managers who are to serve as managers until the first annual meeting of members or until their successors are elected and qualify are as follows:

Name

Street Address

Nury C. Ruizcalderon 514 SW 98th Place, Miami, Florida 33174

Amado R. Perez 514 SW 98th Place, Miami, Florida 33174

Regla N. Perez 514 SW 98th Place, Miami, Florida 33174

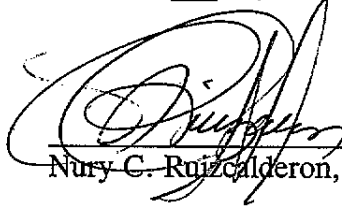
ARTICLE VII

The Company may exercise any powers, without limitation whatsoever, which a limited liability company may legally exercise under the laws of the State of Florida.

ARTICLE VIII

The Company may indemnify any manager, member, officer, employee or agent of the Company to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has hereunto executed these Articles of Organization this 26 day of May, 1999.



Nury C. Ruizcalderon, Manager

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:49

ACCEPTANCE OF REGISTERED AGENT

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.


HAROLD L. LEWIS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 28 PM 1:49

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:49

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
ADD Properties, LLC**

STATE OF FLORIDA)
) SS.:
COUNTY OF MIAMI- DADE)

BEFORE ME, the undersigned, personally appeared Nury C. Ruizcalderon, Manager of ADD Properties, LLC, being the limited liability company being formed hereunder, who, upon being duly sworn, hereby attests to the following, to the best of his knowledge and belief:

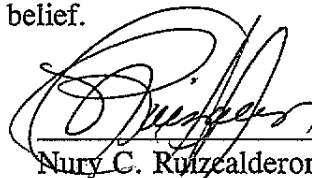
1. Nury C. Ruizcalderon is a Manager of ADD Properties, LLC, the limited liability company being formed hereby, and is delivering this affidavit in such capacity.
2. ADD Properties, LLC, is a limited liability company which has at least one (1) member.
3. The total amount of cash to be contributed by all of the members is \$70,000.00.
4. The description and agreed upon value of property contributed by the members of property other than cash is as follows:

| <u>Description</u> | <u>Agreed Upon Value</u> |
|--------------------|--------------------------|
| None | Not applicable |

5. The amount anticipated to be contributed by the members may increase to a total of \$80,000.00.

FURTHER AFFIANT SAYETH NOT. —

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true to the best of my knowledge and belief.



Nury C. Ruizcalderon, Manager

STATE OF FLORIDA)
) SS.:
COUNTY OF MIAMI-DADE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 27 PM 1:49

The foregoing instrument was acknowledged before me this 26 day of May, 1999, by Nury C. Ruizcalderon, as Manager of ADD Properties, LLC, being the limited liability company being formed hereunder. She is personally known to the undersigned or has produced a Florida Driver's license as identification and did take an oath.

Sonia Pascual
Notary Public, State of Florida
Print Name: Sonia Pascual
My Commission Expires:



Sonia Pascual
MY COMMISSION # CC588859 EXPIRES
January 10, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

m:\clients2\99999\rg\addpropertiesllcarticles.perm.doc