

L9900000 3169  
Law Offices  
Sakowitz & Sakowitz

CHARTERED

Theodore J. Sakowitz (1923 - 1999)  
Alan B. Sakowitz

May 19, 1999

FILED  
99 JUN -2 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
409 E. Gaines  
Tallahassee, FL 32399

RE: Arcadia Pointe, LLC

Dear Secretary of State:

Enclosed for filing please find Articles of Organization of Arcadia Pointe, LLC, Consent to Appointment by Registered Agent, Affidavit of Membership and Contributions, along with our check for filing fees in the amount of \$285.00.

Please file same and return a stamped copy to us at your earliest convenience.

Cordially yours,



Alan Sakowitz  
for the firm

AS/mjh

Enclosure

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-06/02/99--01007--014  
\*\*\*\*285.00 \*\*\*\*285.00

LC  
6-2-99

**ARTICLES OF ORGANIZATION  
OF  
ARCADIA POINTE, LLC**

The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under the Florida Statutes Annotated Sections 608.401 to 608.471, do hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is:

Arcadia Pointe, LLC

SECOND: The latest date on which the Limited Liability Company is to dissolve is December 31, 2050.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The street address of the initial registered office of the Limited Liability Company in Florida is 1111 Kane Concourse, Suite 401, Bay Harbor Islands, Florida 33154, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is Alan Sakowitz.

FIFTH: The mailing address and principal office of the Limited Liability Company is 1111 Kane Concourse, Suite 401, Bay Harbor Islands, Florida 33154.

SIXTH: The Limited Liability Company is to be managed by a Managing Member. The name and address of the initial Managing Member is: Florida Pointe, Inc., a Florida corporation, having an address at 1111 Kane Concourse, Suite 401, Bay Harbor Islands, Florida 33154

SEVENTH: The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Limited Liability Company, as capital, by the Members is \$1,500,000.00. The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may hereafter may be agreed by the unanimous vote of the Members or as provided in the Articles of Organization. No additional capital contributions have been agreed to by the Members at this time.

NINTH: The membership interests of the Members are evidenced by Certificates of Membership.

TENTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members or as provided in the Articles of Organization.

ELEVENTH: The remaining Members of the Limited Liability Company, by the affirmative vote or consent of Members holding a majority of the Members' Percentage Interests (other than the Managing Member who caused the Withdrawal Event), may continue the Limited Liability Company upon 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.

TWELFTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the initial Member has executed and acknowledged these Articles of Organization on May 13, 1999.

ATTEST:

By:

Alan Sakowitz, Secretary

FLORIDA POINTE, INC.

By:

Alan Sakowitz, President

STATE OF FLORIDA )

) SS:

COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me on the 28<sup>th</sup> day of May, 1999, by Alan Sakowitz.



OLGA M. REYES  
COMMISSION # CC 518056  
EXPIRES DEC 14, 1999  
BONDED THRU  
ATLANTIC BONDING CO. INC.

print:

Notary Public

My commission expires on

Personally Known ☒ OR Produced Identification  
Type of Identification Produced:

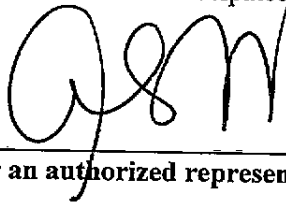
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Arcadia Pointe, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,500,000.00
- 3) if any, the agreed value of the property other than cash contributed by member(s) is \$ -0-
- 4) the total amount of cash and property contributed and anticipated to be Contributed by member(s) is \$1,500,000.00



Signature of a member or an authorized representative of a 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.).

FLORIDA POINTE, INC.  
By: ALAN SAKOWITZ, PRESIDENT  
Typed or printed name of signee

**CONSENT TO APPOINTMENT  
BY REGISTERED AGENT**

I, having been named as Registered Agent for Arcadia Pointe, LLC, hereby voluntarily consent to serve as Registered Agent for Arcadia Pointe, LLC.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated Sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated: May 28, 1999

print:

Alan Sakowitz

FILED

99 JUN -2 AM 8:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA