

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 Tallahassee, Florida 32302
(850) 224-8870 • (800) 342-8022 • Fax (850) 222-1222

L99000004160

800002928208--6
-07/12/99--01005--025
****293.75 ****293.75

A00/2000 Boca LLC

800002928208--6
-07/12/99--01005--026
*****43.75 *****43.75

File First

- 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

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99 JUL 12 AM 11:18
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TALLAHASSEE, FLORIDA

RECEIVED
99 JUL 12 AM 10:09

*SC
7-12-99*

Signature _____

Requested by: *CS*

7/12 9:52

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF ORGANIZATION
OF
1900/2000 BOCA LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be 1900/2000 BOCA LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be: c/o Ira M. Levenshon, 1401 Brickell Avenue, Suite 630, Miami, Florida 33131.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall continue until June 30, 2049, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is: Ira Levenshon, c/o M² Realty Corporation, 1401 Brickell Avenue, Suite 630, Miami, Florida 33131.

ARTICLE V - MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous advance written consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

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ARTICLE VI - TERMINATION OF EXISTENCE

The Company shall be dissolved on the earliest of: June 30, 2049; the death, bankruptcy, or dissolution of a member or manager; or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

ARTICLE VII - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are:

<u>Name</u>	<u>Address</u>
Nathan Lewin	Lewintern VerWaltung GmbH & Co. Wurzer Strabe 17 80539 München, Germany
Ira M. Levenshon	c/o M2 Realty Corp. 1401 Brickell Avenue, #630 Miami, Florida 33131

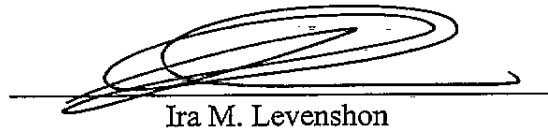
IN WITNESS WHEREOF, the undersigned representative has made and subscribed these articles of organization at Miami, Florida, on this 7 day of July, 1999.


Ira M. Levenshon

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of 1900/2000 BOCA LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position of registered agent.



Ira M. Levenshon

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TALLAHASSEE, FLORIDA

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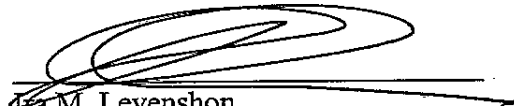
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
1900/2000 BOCA LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member of 1900/2000 BOCA LLC, deposes and says:

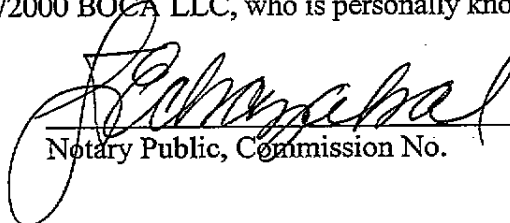
1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the members is \$100.00.
3. If any, the agreed value of property other than cash contributed by members is \$0.
4. The total amount of cash or property anticipated to be contributed by members is \$100.00. This total includes amounts from 2 and 3 above.

Dated: July 7, 1999


Ira M. Levenshon

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

The foregoing instrument was acknowledged before me this 7 day of July, 1999, by Ira M. Levenshon as member of 1900/2000 BOCA LLC, who is personally known to me, and who did (did not) take an oath.



Notary Public, Commission No.

Name of Notary typed, printed or stamped

