

L990000004302

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

7/15

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000017401 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

RECEIVED
99 JUL 15 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
99 JUL 15 AM 9:27
SECRETARY OF STATE
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

DOLPHIN BRICKELL, L.L.C.

| | |
|-------------------|-----|
| Name | MJH |
| Availability | |
| Document Examiner | |
| Updater | |
| Updater Verifier | |
| Acknowledgement | |
| wt. P. Verifier | |

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 04 |
| Estimated Charge | \$337.50 |

Please Review
Thanks!

(2)
H99000017401

ARTICLES OF ORGANIZATION

FOR

DOLPHIN BRICKELL, L.L.C.

ARTICLE I. - NAME:

The name of this Limited Liability Company ("Company") shall be:

DOLPHIN BRICKELL, L.L.C.

ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of the Company is:
c/o QPF Management, Inc., 1680 Meridian Avenue, Suite 420, Miami Beach, Florida 33139.

ARTICLE III. - DURATION

The period of duration for the Company shall be perpetual unless dissolved according to law.

ARTICLE IV. - MANAGEMENT

The Company is to be managed by: a manager or managers and the name(s) and address of such manager is:

QPF Management, Inc.
1680 Meridian Avenue, Suite 420
Miami Beach, Florida 33139

ARTICLE V. - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of the admissions shall be: new members may be admitted from time to time and upon such terms and conditions as shall be determined by a unanimous vote of the holders of all of the Membership Interests.

H99000017401

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 15 AM 9:27

H99000017401

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right of the members of the 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 continual membership of a member in the Company shall be determined by a unanimous vote of the remaining holders of all of the Membership Interests to continue to conduct the business of the Company under the Company's name.

ARTICLE VII - AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of DOLPHIN BRICKELL, L.L.C. certifies that:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member is \$ 200.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00
(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 \$ 200.00


Signature of a member or an authorized representative of a member

(In accordance with section 603.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

OPF Management, Inc., its Manager, By Jacob I. Sopher, its President
Typed or printed name of signer

H99000017401

H99000017401

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE
ARTICLES OF ORGANIZATION AS OF THE 14th DAY OF JULY, 1999

QPF MANAGEMENT, INC., a Florida corporation,
its Manager

By: 

Name: JACOB L. SOPHER

Title: PRESIDENT

STATE OF NEW YORK)

COUNTY OF NEW YORK)

Before me personally appeared Jacob L. Sopher, as the President of QPF Management, Inc., a Florida corporation, the Manager of the Company, known to me to be the persons who executed the foregoing articles of organization or who produced a driver's license as identification.

In witness whereof, I have hereunto set my hand and seal on this 14th day of July, 1999.


Notary Public, State of _____

My commission expires:

GARY R. MARRELLI
Notary Public, State of New York
No. 41-4691583
Qualified in Nassau County
Commission Expires July 31, 19 99

H99000017401

H99000017401

**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.

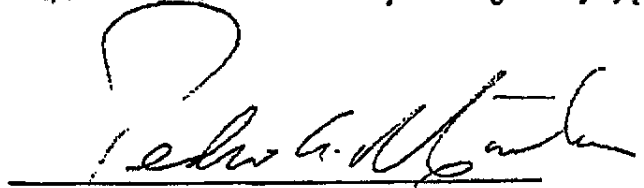
1. The name of the limited liability company is: DOLPHIN BRICKELL, L.L.C.
2. The name and the Florida street address of the registered agent are:

PEDRO A. MARTIN, ESQ.
NAME

Greenberg, Traurig, P.A.
1221 Brickell Avenue, Suite 2100
Florida street address (P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33131
CITY, STATE AND ZIP

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.


SIGNATURE

H99000017401