



THE UNITED STATES
CORPORATION
COMPANY

L99000004649

ACCOUNT NO. : 072100000032

REFERENCE : 324025 8690A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 337.50

ORDER DATE : July 29, 1999

ORDER TIME : 11:36 AM

ORDER NO. : 324025-005

CUSTOMER NO: 8690A

000002945070--7

CUSTOMER: Ms. Grace C. Rodriguez
BEDZOW KORN BROWN WOLFE &
BEDZOW KORN BROWN WOLFE &
Suite 200
20803 Biscayne Boulevard
Aventura, FL 33180

DOMESTIC FILING

NAME: PENGUIN REAL ESTATE, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

FILED
99 JUL 29 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUL 29 PM 12:09
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SL
7-29-99

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

PENGUIN REAL ESTATE, L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: Perpetual

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing

member is: Michael Bedzow 20803 Biscayne Blvd., Ste. 200
Aventura, FL 33180

Member: Gabor Rado same

The undersigned authorized representative of a member of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PENGUIN REAL ESTATE, L.L.C. hereby executes these articles of organization on this 29th day of July, 1999.

CORPORATION SERVICE COMPANY

Deborah D. Skipper

BY: Deborah D. Skipper
as its agent as authorized
representative of PENGUIN REAL
ESTATE, L.L.C.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

Dated: July 29, 1999

AKC/akc

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of PENGUIN REAL ESTATE, L.L.C. deposes and says:

- 1) the above named limited liability company has at least two members:
- 2) the total amount of cash contributed by the member(s) is \$10.00:
- 3) if any, the agreed value of property other than cash contributed by member(s) is -0-:
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$100.00:
- 5) the total amount of 2, 3, and 4 is: \$110.00.

Deborah D. Skipper

Deborah D. Skipper as agent for Corporation Service Company in its capacity as authorized representative of a member of PENGUIN REAL ESTATE, L.L.C.

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TALLAHASSEE, FLORIDA