

Division of Corporations

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Division of Corporations  
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DIVISION OF CORPORATIONS**LIMITED LIABILITY COMPANY****Sterling Realty Advisors LLC**

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FA#: H99-21332

**ARTICLES OF ORGANIZATION  
OF  
STERLING REALTY ADVISORS LLC  
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

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1. **NAME.** The name of the Limited Liability Company is Sterling Realty Advisors LLC (the "Company").
2. **PERIOD OF DURATION.** The period of duration of the Company shall be perpetual.
3. **PURPOSE.** The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.
4. **MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE.** The street address of the principal office and mailing address of the Company is 209 Phipps Plaza, Palm Beach, Florida 33480.
5. **REGISTERED AGENT.** The name and address of the initial registered agent for the Company is: Brian D. Kosoy, 209 Phipps Plaza, Palm Beach, Florida 33480.
6. **ADDITIONAL MEMBERS.** Members may admit additional members upon the consent of a majority in interest of the then existing members.
7. **CONTINUITY OF BUSINESS.** 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 Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the consent of remaining members owning a majority-in-interest of the profits interests and of the capital interests of the Company.
8. **MANAGEMENT.** The Company shall be managed its members, and their names and addresses are:

**Member****Address**

A. David Kosoy

209 Phipps Plaza  
Palm Beach, FL 33480

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Prepared by: Marvin S. Rosen, Esq.  
FL Bar #394660  
Ruden McClosky, Et al  
222 Lakeview Avenue  
W. Palm Beach, FL 33401  
(561) 838-4300

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**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

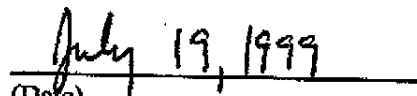
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE  
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT,  
IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Sterling Realty Advisors LLC.
2. The name and address of the registered agent and office is:

Brian D. Kosoy  
209 Phipps Plaza  
Palm Beach, Florida 33480

*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 its 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.*

  
Brian D. Kosoy  
Registered Agent

  
(Date)

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Brian D. Kosoy

209 Phipps Plaza

Palm Beach, FL 33480

The undersigned have executed these Articles of Organization on the  
19<sup>th</sup> day of July, 1999.

STERLING REALTY ADVISORS LLC

By:

  
Brian D. Kosoy, Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative of the members of Sterling Realty Advisors 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 \$1,000.00.
3. No property other than cash is being contributed by the members.
4. No additional cash or property is anticipated to be contributed by the members.
5. The total amount of contributions by the members is \$1,000.00.

  
Brian D. Kosoy, 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.)

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