

99000006159

September 24, 1999

Florida Department of State
Divisions of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Limited Liability Company Formation

To Whom it May Concern:

400002998064-2
-09/27/99-01141-006
****285.00. ****285.00

Enclosed please find the original and one (1) copy of the Articles of Organization, Affidavit of Membership and Contribution, and Certificate of Designation of Registered Agent, for the proposed entity C.F.P.G. Real Estate Partners, LLC.

Filing fees in the amount of two hundred eighty-five dollars (\$285.00) are provided. Kindly record the filing of C.F.P.G. Real Estate Partners, LLC, and return a stamped copy of the original documents to Semper Woods, PA, 15 West Church Street, Orlando, Florida 32801, in the postage pre-paid, pre-addressed, envelope provided for this purpose.

If you should have any questions in the interim, please call me.

Very Truly Yours,

SEMPER WOODS, PA

By:

Jonathan D. Woods, Esq.

JDW/cad

LA9-6159

Name	JDW
Availability	JDW
Document	JDW
Examination	JDW
Updater	JDW
Verifier	JDW
Acknowledgment	JDW
W. P. V. Verifier	JDW

ARTICLES OF ORGANIZATION
OF
C.F.P.G. REAL ESTATE PARTNERS, 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 C.F.P.G. REAL ESTATE PARTNERS, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 326 North Mills Avenue, Orlando, Florida 32803.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Jonathan D. Woods, Esq., Semper Woods, P.A., 15 West Church Street, Suite 201, Orlando Florida, 32801.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

FILED
SEP 27 PM 5:09
CLERK OF DISTRICT COURT
JANUARY 11 2007

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on 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 majority vote of all the remaining members.

ARTICLE IX -- 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:

Robert D. Bast
326 North Mills Avenue
Orlando, Florida 32803

Juan J. Herran
326 North Mills Avenue
Orlando, Florida 32803

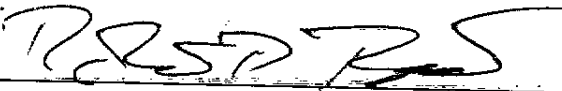
Sigfredo Aldarondo
326 North Mills Avenue
Orlando, Florida 32803

Martin A. Kubiet
326 North Mills Avenue
Orlando, Florida 32803

FILED
SEP 27 2015
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
IN FLORIDA

Daniel Haim
326 North Mills Avenue
Orlando, Florida 32803

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at 326 North Mills Avenue, Orlando, Florida 32803, on September 23, 1999.

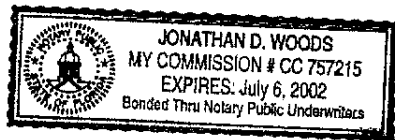

Robert D. Bast, Organizer

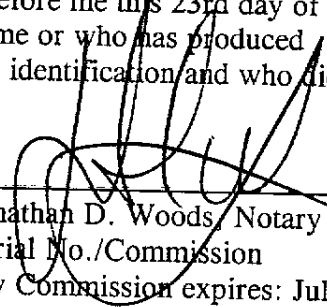
STATE OF FLORIDA

COUNTY OF ORANGE

)
) SS:
)

The foregoing instrument was acknowledged before me this 23rd day of September, 1999, by Robert D. Bast, who is personally known to me or who has produced _____ (type of identification) as identification and who did (did not) take an oath.




Jonathan D. Woods, Notary Public
Serial No./Commission
My Commission expires: July 6, 2002

FILED

SEP 27 PM 5:00

CLERK OF DISTRICT COURT

EXHIBIT A

This Exhibit "A" is attached to and made a part of the C.F.P.G. Real Estate Partners, LLC Articles of Organization, dated September 23, 1999.

SCHEDULE OF REAL PROPERTY

LEGAL DESCRIPTION:

36-22-29-1736-01-010: Copeland Park K/46, Lot 1 Blk A, or B&P 5801/4883, on 02-09-99, INST WD.

FILED

20 SEP 27 PM 5:09

RECEIVED
FBI - MEMPHIS
SEP 27 2009

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of C.F.P.G. REAL ESTATE PARTNERS, 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 member(s) is NONE.
3. If any, the agreed value of property other than cash contributed by the member(s) is \$ 485,000.00. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by members(s) is \$ 485,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated this 23RD day of September, 1999.

Robert D. Bast
Robert D. Bast, Organizer

STATE OF FLORIDA

COUNTY OF ORANGE

)
) SS:
)

The foregoing instrument was acknowledged before me this 23rd day of September, 1999, by Robert D. Bast, who is personally known to me or who has produced _____ (type of identification) as identification and who did (did not) take an oath.



Jonathan D. Woods
Jonathan D. Woods, Notary Public
Serial No./Commission
My Commission expires: July 6, 2002

FILED

SEP 27 11 19 00

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, C.F.P.G. REAL ESTATE PARTNERS, LLC, 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 C.F.P.G. REAL ESTATE PARTNERS, LLC.
2. The name and street address of the registered agent in Florida are:

Jonathan D. Woods, Esq.
Semper•Woods, P.A.
15 West Church Street
Suite 201
Orlando, Florida 32801

The undersigned, being the person named in the articles of organization of C.F.P.G. REAL ESTATE PARTNERS, 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 his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Jonathan D. Woods, Esq. - Registered Agent

FILED

SEP 27 PM 5:00

SECRETARY OF STATE