

L99000004200



ACCOUNT NO. : 072100000032

REFERENCE : 392420 8690A

AUTHORIZATION :

*Patricia Poynt*

COST LIMIT : \$ 337.50

ORDER DATE : September 29, 1999

ORDER TIME : 4:06 PM

ORDER NO. : 392420-005

CUSTOMER NO: 8690A

800003001078--1

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

DOMESTIC FILING

NAME: EIGHTH AVENUE ASSOCIATES,  
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

Name	<b>MJH</b>
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
Verifier	

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 99 SEP 29 AM 10:03  
 RECEIVED  
 99 SEP 29 PM 4:45  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

EIGHTH AVENUE ASSOCIATES, 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 20803 Biscayne Boulevard, Suite 200 Aventura, Florida, 33180 and the name of the initial registered of the corporation at that address is Michael Bedzow, Esq.

ARTICLE V. MANAGEMENT

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

Member: Michael Bedzow  
20803 Biscayne Boulevard, Suite 200  
Aventura, Florida 33180

The undersigned authorized representative of a member of EIGHTH AVENUE ASSOCIATES, L.C. hereby executes these articles of organization on this 29th Day of Sepetmber, 1999.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 29 AM 10:03

CORPORATION SERVICE COMPANY

Deborah D. Skipper  
BY: DEBORAH D. SKIPPER  
as its agent as authorized  
representative of EIGHTH AVENUE  
ASSOCIATES, L.C.

AKC/AKC

**ACCEPTANCE OF REGISTERED AGENT**  
**DESIGNATED IN THE ARTICLES OF INCORPORATION**

MICHAEL BEDZOW, ESQ., an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Organization EIGHTH AVENUE ASSOCIATES, L.C. is familiar with and accepts the obligations of the position of Registered Agent under Section 608.     , Florida Statutes.

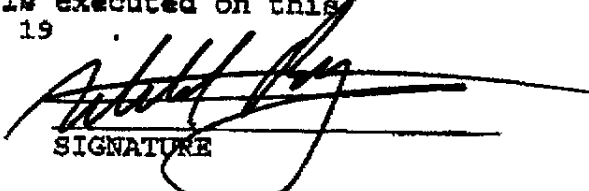
By: 

Printed Name: MICHAEL BEDZOW, ESQ.

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of EIGHTH AVENUE ASSOCIATES, L.C. (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_

  
SIGNATURE

\_\_\_\_\_  
WITNESS

\_\_\_\_\_  
TYPED OR PRINTED NAME

\_\_\_\_\_  
TYPED OR PRINTED NAME

\_\_\_\_\_  
WITNESS

\_\_\_\_\_  
TYPED OR PRINTED NAME

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of EIGHTH AVENUE ASSOCIATES, 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 EIGHTH AVENUE  
ASSOCIATES, L.C.