

L99000006789

Division of Corporations

Page 1 of 2

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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.

((H99000026164 6))

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

99 OCT 18 AM 11:09

STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

south beach oao, llc

with
10/18

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

99 OCT 18 AM 10:44

STATE
TALLAHASSEE, FLORIDA

305 541 3770 P.01/04

EMPIRE CORP

OCT-18-1999 10:18

H99000026164

(H)

**ARTICLES OF ORGANIZATION
FOR SOUTH BEACH OAO, LLC**

ARTICLE I - Name

The name of the limited liability company is: **SOUTH BEACH OAO, LLC**

ARTICLE II - Address

The mailing address and the street address of the principal office of the Limited Liability Company shall be: **653 Washington Avenue, Miami Beach, Florida 33139.**

ARTICLE III - Duration

The period of duration of the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by members and the name(s) and address(es) of the managing member(s) is/are:

**Cecile D. Barker
653 Washington Avenue
Miami Beach, FL 33139**

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

No additional members shall be admitted without the consent of both aforementioned managing members.

This instrument was prepared by:

**Louis J. Terminello, Esq.
TERMINELLO & TERMINELLO, P.A.
2700 S.W. 37th Avenue
Miami, FL 33133
Tel: (305) 444-2002
FBN: 872547**

59 OCT 18 AM 11:09

STATE OF FLORIDA
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

H99000026164

H99000026164

ARTICLE VI - Members Rights to Continue Business

The right, if given, of the remaining members of the limited liability 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 continued membership of a member in the limited liability company shall be perpetual.

ARTICLE VII -

The undersigned member or authorized representative of a member of SOUTH BEACH OAO, LLC certifies:

- 1) the above named limited liability company has at least one member, \$ _____
- 2) the total amount of cash contributed by the member(s) is \$ _____ 0
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ _____

[Handwritten Signature]
Signature of a member or an authorized representative of a member.

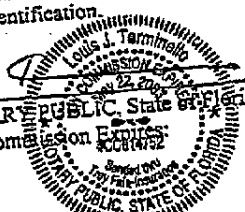
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Cecile D. Barker
Typed or printed name of signee.

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 14 day of October, 1999, by CECILE D. BARKER, who personally appeared before me at the time of notarization, and who are personally known to me or who has produced n/a as identification.

NOTAR PUBLIC, State of Florida at Large
My Commission Expires: 12/31/2002



99 OCT 18 AM 11:09

H99000026164

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: SOUTH BEACH OAO, LLC

2. The name and the Florida street address of the registered agent are:

Louis J. Terminello, Esq.

NAME

TERMINELLO & TERMINELLO, P.A.

2700 S.W. 37th Avenue

Florida street address (P. O. Box NOT ACCEPTABLE)

Miami

FL

33133

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]
SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

H99000026164

69 OCT 18 AM 11:09