

Division of Corporations

L 06000043842

Page 1 of 1

Florida Department of State  
Division of Corporations  
Public Access System

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.

((H06000115043 3))

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)205-0383

From: Account Name : ADORNO & YOSS, PA  
Account Number : 072100000120  
Phone : (305)860-7098  
Fax Number : (305)460-1422

FILED  
06 APR 26 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

LOS ALTOS PHASE II, LLC

W  
04/27/06

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$160.00

Electronic Filing Menu

Corporate Filing Menu

Help

SP

FAX

Adorno & Yoss

To:   
 Fax: 18502050383   
 Date: Wed, 26 Apr 2006 16:21:23 - 0400   
 From: Margee Ryder   
 # of Pages: 5   
 Ref #: 212458.0001

Comments:

Ladies and Gentlemen,

Attached hereto for filing with the Florida Secretary of State are the Articles of Organization of Los Altos Phase II, LLC. Thank you.

Margee Ryder

FILED  
 06 APR 26 AM 10:27  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

RECEIVED

06 APR 26 PM 4:44

DIVISION OF CORPORATION

Adorno & Yoss LLP  
 2525 Ponce de Leon Boulevard  
 Suite 400  
 Miami, Florida 33134

(305) 460-1000

All the pages which constitute this facsimile transmission contain information which is confidential and covered by attorney-client privilege. The information is intended solely for the use of the person to whom it is addressed or directed. If the reader of this notice is not listed above, or if the reader is not an employee or agent responsible for delivering the facsimile transmission to the addressee, then you are hereby notified that any dissemination, distribution or reproduction of any or all of these pages is strictly prohibited. If you have received this facsimile transmission in error please notify us immediately by telephone collect at (305) 460-1000 and return the original facsimile transmission to us at Adorno & Yoss LLP 2525 Ponce de Leon Blvd. Suite 400, Miami, Florida 33134 via the U. S. Postal Service. We will reimburse you for the postage. Thank you.

**ARTICLES OF ORGANIZATION  
OF  
LOS ALTOS PHASE II, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I**

**NAME**

The name of the limited liability company is Los Altos Phase II, LLC (the "Company").

**ARTICLE II**

**ADDRESS**

The principal office and mailing address of the Company is:

2601 South Bayshore Drive, 10th Floor  
Miami, Florida 33133

**ARTICLE III**

**REGISTERED AGENT AND OFFICE**

The Company designates 2601 South Bayshore Drive, 10<sup>th</sup> Floor, Miami, Florida 33133 as the street address of the initial registered office of the Company and names Nibaldo J. Cabot, Esq. as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV**

**MANAGEMENT**

The Company shall be a manager - managed limited liability company. The initial Manager of the Company shall be Willy A. Bermello.

**ARTICLE V.**

**DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

**FILED**  
06 APR 26 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI.**

**PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VII.**

**ADDITIONAL MEMBERS**


Additional Members shall be admitted in the manner set forth in the Operating Agreement of the Company.

**ARTICLE VIII.**

**OPERATING AGREEMENT**

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on the 25th day of April, 2006.


  
\_\_\_\_\_  
Carlos Mas, Esq.  
Authorized Representative

06 APR 26 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned agrees to act as registered agent for Los Altos Phase II, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 25th day of April, 2006.

By:   
\_\_\_\_\_  
Nibaldo J. Capote, Esq.

**FILED**  
06 APR 26 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA