

100000009545



ACCOUNT NO. : 072100000032

REFERENCE : 790673 7176554

AUTHORIZATION :

Patricia Piquit

MJH

COST LIMIT : \$160.00

ORDER DATE : August 8, 2000

ORDER TIME : 9:27 AM

ORDER NO. : 790673-005

CUSTOMER NO: 7176554

CUSTOMER: Brian Waxman, Esq
Foundation Capital

122 Olympus Way

Jupiter, FL 33477

000003348950--1

DOMESTIC FILING

NAME: FOUNDATION III, LLC

W-19584

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons - EXT. 1158

EXAMINER'S INITIALS: _____

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 AUG - 8 - AM 10:41

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG - 9 PM 2:37



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 8, 2000

KIM CLEMONS
CSC

Resubmit

SUBJECT: FOUNDATION III, LLC
Ref. Number: W00000019586

We have received your document for FOUNDATION III, LLC and the authorization to debit your account in the amount of \$160.00. However, the document has not been filed and is being returned for the following:

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 200A00042786

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00 AUG -9 PM 2:37

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 AUG -9 PM 12:57

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**ARTICLES OF ORGANIZATION FOR
FOUNDATION III, LLC**

The undersigned individual of a limited liability company formed under the Florida Limited Liability Company Act hereby adopts the following Articles of Organization:

Article I - Name

The name of the limited liability company is Foundation III, LLC.

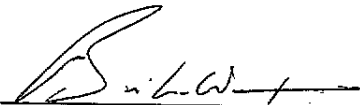
Article II - Address

The mailing address of the limited liability company is 3555 Northlake Boulevard, Palm Beach Gardens, Florida 33403, and the principal address shall be the same.

Article III - Registered Agent and Registered Office

The name of the registered agent is Brian K. Waxman and the address of the registered office is 3555 Northlake Boulevard, Palm Beach Gardens, Florida 33403.

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 as provided for Chapter 609, Florida Statutes.



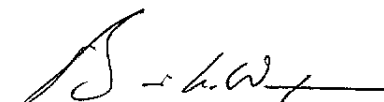
Brian K. Waxman, Registered Agent

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DIVISION OF CORPORATIONS
30 AUG -9 PM 2:37

Article IV - Management

The business of the limited liability company shall be conducted under the exclusive management of the managing member who shall have the sole authority to act for the limited liability company in all matters.

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



Brian K. Waxman, Managing Member