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ACCOUNT NO. : 072100000032

REFERENCE : 562362 10463A

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 160.00

ORDER DATE : September 21, 2001

ORDER TIME : 11:13 AM

ORDER NO. : 562362-005

200004604402--8

CUSTOMER NO: 10463A

CUSTOMER: Irene M. Humphreys, Legal Asst
Cohen Norris Scherer
Weinberger & Wolmer
Suite 400
712 U.s. Highway 1
North Palm Bch, FL 33408-7146

DOMESTIC FILING

NAME: BOYNTON 12 INVESTMENTS, LLC

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: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

RECEIVED
 01 SEP 21 PM 12:34
 DIVISION OF CORPORATION
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

JP

APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION OF
BOYNTON 12 INVESTMENTS, LLC**

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes as follows:

ARTICLE I

The name of this limited liability company is BOYNTON 12 INVESTMENTS, LLC.

ARTICLE II

This limited liability company shall have perpetual existence from the date of filing of these Articles of Organization with the Department of State, unless sooner terminated as provided in the Operating Agreement.

ARTICLE III

The mailing address and street address of the principal place of business of this limited liability company is 784 Appleby Street, Boca Raton, Florida 33487. This limited liability company may, at its discretion, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this limited liability company is ANDREW O'BRIEN, 784 Appleby Street, Boca Raton, Florida 33487.

ARTICLE V

This limited liability company shall be managed by a member or its members and therefore, is a member-managed company.

ARTICLE VI

Additional members may be admitted to this limited liability company upon such terms and conditions as shall be established by the manager.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name this 20 day of September, 2001.

SUN TROPIC INVESTMENTS, LLC

BY: 

Andrew O'Brien, Manager

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP 21 PM 12:34

APPROVED
AND
FILED

STATE OF FLORIDA)
COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me this 20 day of September, 2001, by ANDREW O'BRIEN, as Manager of Sun Tropic Investments, LLC, a Florida limited liability company, on behalf of said company. He is personally known to me or who has produced Florida State Driver's License Number _____ as identification and who did () or did not () take an oath.

Executed this 20 day of September, 2001.



Irene M. Humphreys
Signature of Notary
Printed Name:
My Commission Expires:
My Commission Number:

APPROVED
AND
FILED

01 SEP 21 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

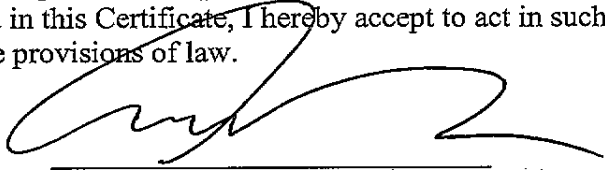
**CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

That BOYNTON 12 INVESTMENTS, LLC, a Florida Limited liability company, with its registered office at 784 Appleby Street, Boca Raton, Florida 33487, has named ANDREW O'BRIEN, at the above address as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

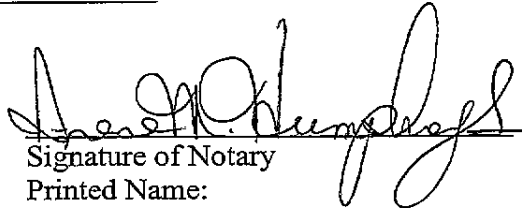
Having been named registered agent to accept service of process for the above-stated limited liability company at the place designated in this Certificate, I hereby accept to act in such capacity and agree to comply with the applicable provisions of law.



Andrew O'Brien
Registered Agent

STATE OF FLORIDA)
)
COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me this 20 day of September 2001, by ANDREW O'BRIEN, who is personally known to me or who has produced Florida State Driver's License Number N/A as identification and who did () or did not () take an oath.

Signature of Notary
Printed Name:
My Commission Expires:
My Commission Number:

01 SEP 21 PM 12:34
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 APPLIED AND FILED