



L02000025877

ACCOUNT NO. : 072100000032

REFERENCE : 766003 83930A

AUTHORIZATION *Patricia Pigato*

COST LIMIT : \$ 155.00

ORDER DATE : October 1, 2002

ORDER TIME : 11:42 AM

ORDER NO. : 766003-010

CUSTOMER NO: 83930A

CUSTOMER: Ms. Linda Lacertosa
Frazier Hotte & Associates, Pa

Suite 826
2400 East Commercial Boulevard
Ft. Lauderdale, FL 33308

RECEIVED
02 OCT -1 PM 12:53
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: WATERWAYS SHOPPES II, LLC *BK*

EFFECTIVE DATE: 100008132291--0

- 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: Sara Lea - EXT 1114

EXAMINER'S INITIALS:

FILED
02 OCT -1 PM 1:41
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
9/24/02

702100005588



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 1, 2002

SARA LEA
CSC
TALLAHASSEE, FL

SUBJECT: WATERWAYS SHOPPES II, LLC
Ref. Number: W02000028422

RESUBMIT
Please give original
submission date as file date.

02 OCT - 1 PM 11:41 RECEIVED
TALLAHASSEE, FLORIDA
02 OCT - 2 AM 11:49
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EFFECTIVE DATE
9/24/02

We have received your document for WATERWAYS SHOPPES II, LLC and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

As discussed, the EFFECTIVE DATE cannot be more than 5 business days prior to the date of filing.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 502A00055343

RESUBMIT
Please give original
submission date as file date.

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

2002 OCT - 1 PM 1:41
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
9/24/02

ARTICLE I

NAME

The name of the Limited Liability Company is WATERWAYS SHOPPES II,
LLC.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Limited
Liability Company is 620 College Avenue, Haverford, PA 19041.

ARTICLE III

MANAGEMENT

The Limited Liability Company is to be managed by one of the members and
the name and address of the initial managing member are: Barry J. Belmont, 620 College
Avenue, Haverford, PA 19041.

ARTICLE III

EFFECTIVE DATE

The effective date of this Limited Liability Company is as of September 24
2002.

ARTICLE IV

REGISTERED AGENT, REGISTERED OFFICE
& REGISTERED AGENT'S SIGNATURE

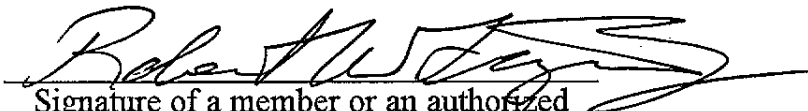
The name and the Florida street address of the registered agent are

ROBERT W. FRAZIER, JR., ESQ.
FRAZIER, HOTTE & ASSOCIATES, P.A.
2400 East Commercial Boulevard, Suite 826
Fort Lauderdale, Florida 33308

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TALLAHASSEE, FLORIDA
EFFECTIVE DATE
9/24/02

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 IN CHAPTER 608, F.S.


Resident Agent's Signature


Signature of a member or an authorized representative of a member

(In accordance with §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)

Robert W. Frazier, Jr., Esq., authorized representative
Typed or Printed name of signee