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Florida Department of State  
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From: Account Name : JONES, FOSTER, JOHNSTON & STUBBS, P.A.  
Account Number : 076077003231  
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

FLAGLER 412 INVESTMENTS, LLC

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
FLAGLER 412 INVESTMENTS, LLC**

**ARTICLE I - NAME**

The name of the limited liability company is "FLAGLER 412 INVESTMENTS, LLC."

**ARTICLE II - DURATION**

The limited liability company shall exist from the date of the filing of the Articles of Organization with the Department of State until the limited liability company is dissolved in accordance with its Operating Agreement.

**ARTICLE III - PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the limited liability company is:

FLAGLER 412 INVESTMENTS, LLC  
505 S. Flagler Dr., Ste. 900  
West Palm Beach, Florida 33401

**ARTICLE IV - REGISTERED AGENT**

The name and address of the initial registered agent of the limited liability company is:

William K. Caler, Jr.  
Caler, Donten, Levine, Druker, Porter & Veil, P.A.  
505 South Flagler Drive, Ste. 900  
West Palm Beach, FL 33401

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**ARTICLE V - ADDITIONAL MEMBERS**

Additional members may be admitted to the limited liability company upon the unanimous agreement of all members of the limited liability company.

**ARTICLE VI - CONTINUATION OF BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of an event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall not terminate and the limited liability company shall continue, unless a majority of the remaining members of the limited liability company agree to discontinue the business of the limited liability company.

**ARTICLE VII - MANAGEMENT**

The limited liability company is to be managed by a manager and therefore is a manager-managed company. The name and address of the limited liability company's manager is:

William K. Caler, Jr.  
Caler, Donten, Levine, Druker, Porter & Veil, P.A.  
505 S. Flagler Dr., Ste. 900  
West Palm Beach, Florida 33401

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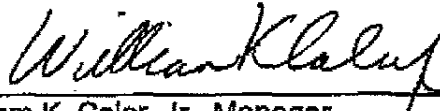
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**ARTICLE VIII – AUTHORIZED REPRESENTATIVE**

The representative authorized to sign these Articles on behalf of the limited liability company is:

William K. Caler, Jr., Manager  
Caler, Donten, Levine, Druker, Porter & Veil, P.A.  
505 S. Flagler Dr., Ste. 900  
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned member of the limited liability company has executed these Articles of Organization this 2nd day of December, 2004.



William K. Caler, Jr., Manager

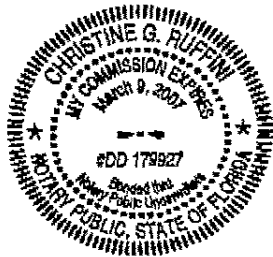
STATE OF FLORIDA            )  
  )  
COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me this 2nd day of December, 2004, by William K. Caler, Jr., who is known personally to me.

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TALLAHASSEE, FLORIDA

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Notary Public State of Florida

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, FLAGLER 412 INVESTMENTS, LLC, desiring to organize under the laws of the State of Florida with its principal office as indicated in its Articles of Organization in the City of West Palm Beach, County of Palm Beach, State of Florida, has named as its agent to accept service of process within this state:

William K. Caler, Jr.  
Caler, Donten, Levine, Druker, Porter & Veil, P.A.  
505 South Flagler Drive, Ste. 900  
West Palm Beach, FL 33401

**ACKNOWLEDGMENT:**

Having been named as the registered agent for the above limited liability company at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: December 2, 2004



William K. Caler, Jr.

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TALLAHASSEE, FLORIDA

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