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Jack B. Owen, Jr.
Attorney at Law
4500 PGA Boulevard, Suite 303A
Palm Beach Gardens, FL 33418
561 622-4521 telephone
561 622-1851 facsimile

July 16, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Dear Sir/Madam:

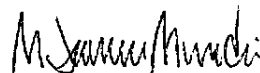
Re: Oaks Center Management, LLC

Enclosed please find an original and one photocopy of the Articles of Organization and Registered Agent Certification of Oaks Center Management, LLC. You will also find enclosed a check in the amount of \$337.50 representing payment of the Articles of Organization filing fee of \$250.00; the Registered Agent Designation filing fee of \$35.00; and \$52.50 for a certified copy of the documents.

Please file these documents and return the certified photocopies to me as soon as possible.

Thank you in advance for your assistance in this matter. Please do not hesitate to call or fax me with any questions you may have.

Sincerely,



M. Jeanne Mundie

mtm
7/26

/mjm
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 21 2 41 PM '99

**ARTICLES OF ORGANIZATION OF
OAKS CENTER MANAGEMENT, LLC**

The undersigned, being authorized and directed by the sole Member to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is:

OAKS CENTER MANAGEMENT, LLC

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

4500 PGA BLVD., STE. 303A
PALM BEACH GARDENS, FL 33418

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be:

PERPETUAL.

ARTICLE IV — Management:

The Limited Liability Company is to be managed by the member(s) and the name(s) and address(es) of the managing member(s) is/are:

DIVOSTA CHILDREN'S TRUST HOLDINGS, LTD.
4500 PGA Blvd., Suite 303A
Palm Beach Gardens, FL 33418

ARTICLE V — Admission of Additional Members:

The right, if given, of the member(s) to admit additional members and the terms and conditions of the admissions shall be:

AS PROVIDED BY APPLICABLE FLORIDA LAW

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE VI — Members' Rights to Continue Business

The right, if given, of the remaining member(s) of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

AS PROVIDED BY APPLICABLE FLORIDA LAW

ARTICLE VII — Affidavit of Membership and Contributions

The undersigned authorized representative of a member of OAKS CENTER MANAGEMENT, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ \$ 0
- 3) If any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereto); and \$ \$40,000
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ \$40,000

SECRETARY OF STATE
DIVISION OF CORPORATE AND FINANCIAL SERVICES
JUL 21 11:21 AM '99

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 12th day of July, 1999.

Diane Lynn Stephanos
Signature of Authorized Representative of Member

(In accordance with Section 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.)

Diane L. Stephanos
Typed or printed name of signee

CERTIFICATE DESIGNATING NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT, ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

In compliance with Sections 608.407 and 608.415, Florida Statutes, the following is submitted:

First, that OAKS CENTER MANAGEMENT, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 4500 PGA BLVD., STE. 303A PALM BEACH GARDENS, FL;

Second, designated Diane Lynn Stephanos, located at 4500 PGA Blvd., Suite 303A, Palm Beach Gardens, FL 33418, as its Registered Agent to accept service of process within Florida.

Diane Lynn Stephanos
Diane Lynn Stephanos, Authorized
Representative of Member
Date: July 12, 1999
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FILED
STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT

Having been designated to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Diane Lynn Stephanos
Diane Lynn Stephanos, Registered Agent
Date: July 12, 1999