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October 8, 1999

FORT LAUDERDALE OFFICE

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VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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125.00

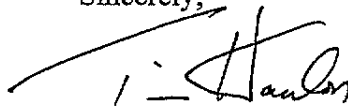
Re: Hobe Sound Management II, L.L.C.

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of Articles of Organization for the above corporation, together with our check in the amount of \$285.00 for the filing fee and registered agent fee.

Please stamp as filed the enclosed copy of the Articles and return them to me.

Sincerely,



M. Timothy Hanlon

MTH/cmc

Enclosures

cc: Vincent Maglio

FILED
99 NOV -4 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WMA-237H
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SB
11-4-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 14, 1999

M. TIMOTHY HANLON
ALLEY, MAASS, ROGERS & LINDSAY, P.A.
P.O. BOX 431
PALM BEACH, FL 33480-0431

SUBJECT: HOBE SOUND MANAGEMENT II, L.L.C.
Ref. Number: W99000023711

We have received your document for HOBE SOUND MANAGEMENT II, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The enclosed document(s) does/do not meet our filing requirements. Therefore, we are enclosing our appropriate form(s) and/or instructions.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Please complete and sign the enclosed application for refund, and return it to my personal and confidential attention at the address below.

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 699A00049575

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
HOBE SOUND MANAGEMENT II, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I - NAME

The name of this limited liability company is HOBE SOUND MANAGEMENT II, L.L.C.

ARTICLE II - DURATION

This limited liability company shall exist until December 31, 2049 or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE III - ADDRESS

The mailing address and street address of this limited liability company is 494 S. Beach Road, Hobe Sound, Florida 33455.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this limited liability company at that address is M. Timothy Hanlon.

ARTICLE V - EXERCISE OF POWERS AND MANAGEMENT

Management of this limited liability company is reserved to its member, whose name and address is as follows:

Vincent Maglio
494 S. Beach Road
Hobe Sound, Florida 33455

ARTICLE VI - REGULATIONS

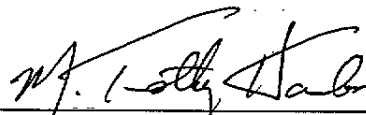
The power to adopt, alter, amend or repeal Regulations shall be vested in the members, and any Regulations must be in writing and signed by all of the Members.

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TALLAHASSEE, FLORIDA

ARTICLE VII - AMENDMENT

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, upon the consent by at least seventy-five percent of the membership interests.

IN WITNESS WHEREOF, in compliance with Florida Statutes Section 608.407(4), the undersigned member or authorized representative of a member of the limited liability company, executed these Articles of Organization this 22 day of November, 1999.



M. Timothy Hanlon, authorized representative
of Vincent Maglio, a Member

Acceptance of Designation

The undersigned, M. Timothy Hanlon, hereby accepts the designation of himself as registered agent for Hobe Sound Management II, L.L.C. and agrees to serve in compliance with all applicable Florida Statutes.



M. Timothy Hanlon

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TALLAHASSEE, FLORIDA