



ACCOUNT NO. : 072100000032

REFERENCE : 506404 99939A

AUTHORIZATION :

*Patricia Pijute*

COST LIMIT : \$ 125.00

ORDER DATE : December 7, 1999

ORDER TIME : 12:43 PM

ORDER NO. : 506404-025

600003065926--6

CUSTOMER NO: 99939A

CUSTOMER: Mr. Russell Lombardy  
LOSQUADRO & ZERBO  
LOSQUADRO & ZERBO  
17 State Street

New York, NY 10004

DOMESTIC FILING

NAME: 300 N A1A LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 DEC -9 PM 3:29

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*W 12/9*

DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of 300 N AIA LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of this Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 3rd day of December, 1999.

Russell Lombardy II  
Witness  
Russell Lombardy II  
Typed or Printed Name

Valentina Manfredi  
Witness  
Valentina Manfredi  
Typed or Printed Name

Donna Marie Zerbo  
Signature  
DONNA MARIE ZERBO  
Typed or Printed Name

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FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

300 N A1A LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 300 North A1A, Jupiter, Florida 33477.

ARTICLE III. DURATION

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing member is: Antoinette Panebianco 300 North A1A  
Jupiter, Florida 33477  
Member:

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The undersigned authorized representative of a member of  
300 N A1A LLC hereby executes these articles of organization  
on this 9th Day of December, 1999.

CORPORATION SERVICE COMPANY

Laura R. Dunlap  
BY: Laura R. Dunlap, as its agent  
as authorized representative of  
300 N A1A LLC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation  
authorized to transact business in this State, having a  
business office identical with the registered office of the  
Limited Liability Company named above, and having been  
designated as the registered agent in the above and  
foregoing articles, is familiar with and accepts the obligations  
of the position of registered agent under Section 608.415 or  
608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

Dated: December 9, 1999

JKN/agl

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