

May-13-03

William

From GREENBERG TRAURIG

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**L03000017188**

Derek A. Schwartz, Esq.  
Greenberg Traurig, P.A.  
5100 Town Center Circle, Suite 400  
Boca Raton, FL 33486  
(561) 955-7600

Florida Department of State  
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To:

Division of Corporations  
Fax Number : (850)205-0383

From:

Account Name : GREENBERG TRAURIG (WEST PALM BEACH)  
Account Number : 075201001473  
Phone : (561) 650-7900  
Fax Number : (561) 655-6222

Please fax to Beth Gdanski, Legal Assistant at (561) 659-9109 in Boca office.

57483.010100

**LIMITED LIABILITY COMPANY**

**SWISH INVESTMENTS LLC**

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$155.00

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DIVISION OF CORPORATIONS  
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APPLICANT  
AND  
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*Handwritten initials and date: 5-13-03*

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**ARTICLES OF ORGANIZATION  
OF  
SWISH INVESTMENTS LLC**

**ARTICLE I. Name:** The name of the Limited Liability Company is **SWISH INVESTMENTS LLC** (the "Company").

**ARTICLE II. Address:** The mailing address and street address of the principal office of the Company is: 145 Solano Prado, Coral Gables, Florida 33156.

**ARTICLE III. Registered Agent, Registered Office & Registered Agent's Signature:** The name and the Florida street address of the Company's registered agent are:

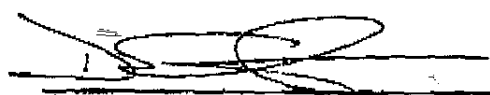
**BRIAN GRANT**  
145 Solano Prado  
Coral Gables, FL 33156

*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 in Chapter 608, Florida Statutes.*

  
\_\_\_\_\_  
Brian Grant

**ARTICLE IV. Management:** (Check box if applicable)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

  
\_\_\_\_\_  
Derek A. Schwartz  
Authorized Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

SECRETARY OF STATE  
TAMM ALABASTER, FLORIDA

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To: Division of Corporations  
Fax Number : (850)205-0383

From: Account Name : HOLLAND & KNIGHT  
Account Number : 072100000016  
Phone : (813)227-8500  
Fax Number : (813)229-0134

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**LIMITED LIABILITY COMPANY**

**PTA Ventures, LLC**

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Certificate of Status	0
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Page Count	043
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION  
OF  
PTA VENTURES, LLC

The undersigned Member of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby submit the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company shall be PTA VENTURES, LLC.

ARTICLE II. DURATION

The period of the Company's duration shall commence on the date of filing of these Articles of Organization and shall exist perpetually, unless terminated in accordance with the Company's operating agreement.

ARTICLE III. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. STREET ADDRESS OF PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be:

13618 Greenfield Drive  
Unit 405  
Tampa, Florida 33624-4403

ARTICLE V. REGISTERED AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is:

Philip Adler  
13618 Greenfield Drive  
Unit 405  
Tampa, Florida 33624-4403

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TALLAHASSEE, FLORIDA

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APPENDIX  
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A written statement as prescribed by the Florida Department of State pursuant to Section 608.415(2), Florida Statutes, is attached to these Articles of Organization.

ARTICLE VI. OPERATING AGREEMENT RESTRICTION


The operating agreement for the Company contains provisions that may result in, among other matters, a withdrawing member not receiving the fair value for such member's interest in the Company if such valuation was based upon the member's rights to share in distributions that are provided to the member pursuant to the operating agreement.

ARTICLE VII. MANAGEMENT

The Company shall be Member managed.

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization on this 12<sup>th</sup> day of May, 2003.

PTA VENTURES, LLC



Tamara Adler  
Sole Member

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

Pursuant to Chapter 608.415, Florida Statutes, or other more applicable statute, the following is submitted:

That PTA VENTURES, LLC desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at 13618 Greenfield Drive, Unit 405, Tampa, Florida 33624-4403, has named Philip Adler, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the limited liability company named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Limited Liability Company Act, and I am familiar with, and accept, the obligations of that position, as provided in the Florida Limited Liability Company Act.

PTA VENTURES, LLC

Dated: May 12, 2003

By:

*Philip Adler*

Philip Adler, Registered Agent

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TALLAHASSEE, FLORIDA

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