L0000000479

THE UNITED STATES **CORPORATION** ACCOUNT NO.: 07210000032 REFERENCE : 548758 AUTHORIZATION : COST LIMIT : ORDER DATE: January 11, 2000 ORDER TIME : 12:30 PM ORDER NO. : 548758-005 700003096777--5 CUSTOMER NO: 9360A CUSTOMER: Herb Elliott, Esq HERB ELLIOTT, ESQ HERB ELLIOTT, ESQ 35 West Lemon Street Tarpon Springs, FL 34689 DOMESTIC FILING NAME: BERKSHIRE # 2120 LLC EFFECTIVE DATE: XX ARTICLES OF INCORPORATION _ CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

EXAMINER'S INITIALS:

_ CERTIFIED_COPY__

CONTACT PERSON: Janine Lazzarini

__ PLAIN STAMPED COPY___

CERTIFICATE OF GOOD STANDING

AGIROLA JE SORPORATIONS AGIROLA JE SER FLORIDISIVIG

60 :E M9 SI HAL 00

BECEINED

ABILITY COMPANY

. ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMP
ARTICLE I - Name: The name of the Limited Liability Company is:
BERKSHIRE # 2120 LLC
ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is:
C/O GOLF HOST SECURITIES INC., 36750 U.S. HGWY 19 N., PALM HARBOR, FL 34684
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:
The name and the Florida street address of the registered agent are:
CORPORATION SERVICE COMPANY
Name
1201 HAYS STREET
Florida street address (P.O. Box NOT acceptable)

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 for in Chapter 608, F.S..

City, State, and Zip

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.

> (An additional article must be added if an effective date is requested) Signature of a member or an authorized representative of a member. (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.) LAURA R. DUNLAP

Typed or printed name of signee

FILING FEES:

\$ 100.00 Filing Fee for Articles of Organization \$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (OPTIONAL)

5.00 Certificate of Status (OPTIONAL)

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 BERKSHIRE # 2120 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 the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by faceimile 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 agos et , that yar to geb PRINTED

OR PRINTED NAME