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ACCOUNT NO. : 072100000032  
REFERENCE : 677689 4312129  
AUTHORIZATION : Patricia Pizzuto  
COST LIMIT : \$ 155

FILED  
00 APR 27 PM 11:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : April 27, 2000  
ORDER TIME : 10:46 AM  
ORDER NO. : 677689-005  
CUSTOMER NO: 4312129

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CUSTOMER: Ms. Patricia Kelly  
DICKENSON MURDOCH REX & SLOAN,  
DICKENSON MURDOCH REX & SLOAN,  
Suite 410  
980 North Federal Highway  
Boca Raton, FL 33432

DOMESTIC FILING

NAME: 447 PRIMAVERA WAY, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich  
EXAMINER'S INITIALS:

100-4811  
4-27  
Name Available  
Date  
Initials  
V. P. [Signature]

RECEIVED  
00 APR 27 PM 12:58  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
447 PRIMAVERA WAY, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and agrees following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability Company shall be 447 PRIMAVERA WAY, L.C. ("Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the Company is 980 North Federal Highway, Suite 410, Boca Raton, Florida 33432.

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these Articles of Organization or in the regulations.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Company is 980 North Federal Highway, Suite 410, Boca Raton, Florida, 33432 and the name of the initial registered agent of this Company at that address is Richard A. Murdoch.

**ARTICLE V -- ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

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TALLAHASSEE, FLORIDA  
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ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by unanimous vote of all the remaining members.

ARTICLE VII -- MANAGEMENT

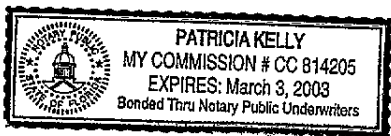
The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company are Richard A. Murdoch, 980 North Federal Highway, Suite 410, Boca Raton, Florida, 33432.

IN WITNESS WHEREOF, the undersigned organizer, as the duly authorized representative of the members, has made and subscribed these Articles of Organization at Boca Raton, Florida, on April 26, 2000.

*[Signature]*  
RICHARD A. MURDOCH

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Organization were acknowledged before me this 26th day of APRIL, 2000, by Richard A. Murdoch. He  is personally known to me, or  produced \_\_\_\_\_ as identification.



*Patricia Kelly*  
NOTARY PUBLIC, State of Florida  
[SEAL]

Printed Name of Notary/Serial Number  
My Commission Expires:

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00 APR 27 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, 447 PRIMAVERA WAY, L.C., submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is 447 PRIMAVERA WAY, L.C.
2. The name and street address of the registered agent in Florida are:

RICHARD A. MURDOCH  
980 North Federal Highway  
Suite 410  
Boca Raton, Florida 33432

The undersigned, being the person named in the articles of organization of 447 PRIMAVERA WAY, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated Company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: APRIL 26, 2000.



Richard A. Murdoch

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00 APR 27 PM 1:39  
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