

MAY-30-2000 15:59
Division of Corporations

SHAPIRO & ADAMS

561 691 0066 P.01/04

L0000000 6226

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000029318 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : SHAPIRO & ADAMS, P.A.
Account Number : I19990000101
Phone : (561) 691-0059
Fax Number : (561) 691-0066

RECEIVED
00 MAY 30 PM 4:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

FSW I, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

FILED
00 MAY 30 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

ARTICLES OF ORGANIZATION
OF
FSW I, L.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 make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be FSW I, L.L.C. ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be: 2401 PGA Boulevard, Suite 155, Palm Beach Gardens, Florida 33410.

ARTICLE III - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or pursuant to the Operating Agreement governing the operations of the Company ("Operating Agreement").

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Robert Lee Shapiro, 2401 PGA Boulevard, Suite 272, Palm Beach Gardens, Florida 33410.

ARTICLE V- ADDITIONAL CASH CONTRIBUTIONS

Each member shall not be required to make any additional cash contributions to the Company, except pursuant to the Operating Agreement.

ARTICLE VI - ADMISSION OF NEW MEMBERS

Except as provided in the Operating Agreement, 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 its interest in the Company as set forth in the Operating Agreement. Any transferee shall have only those rights to participate in the management of the business and affairs of the Company or become a member as provided in the Operating Agreement, unless all the other members of the Company other than the member proposing to dispose of its interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII - TERMINATION OF EXISTENCE

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 the consent of a majority of the remaining members.

FILED
00 MAY 30 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII -- MANAGEMENT/MANAGING MEMBER

The Company shall be managed by a managing member in accordance with the Operating Agreement. The Operating Agreement 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 names and addresses of the initial Managing Members of the Company are:

Elizabeth Fago
2401 PGA Boulevard, Suite 155
Palm Beach Gardens, FL 33410

Paul Walczak
2401 PGA Boulevard, Suite 155
Palm Beach Gardens, FL 33410

Robert Lee Shapiro
2401 PGA Boulevard, Suite 272
Palm Beach Gardens, FL 33410

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Palm Beach Gardens, Florida, on this 30th day of May, 2000.


Robert Lee Shapiro

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to (or affirmed) and subscribed before me this 30th day of May, 2000, by Robert Lee Shapiro, Personally Known XXXX OR Produced Identification _____ Type of Identification Produced _____


Notary Public, State of Florida

Print, Type or Stamp
Commissioned Name of Notary Public

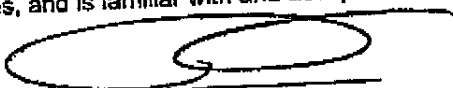


Renee Ann Winslow
MY COMMISSION # 00569408 EXPIRES
August 23, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
00 MAY 30 AM 9:20
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of FSW I, L.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 hereby 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 accept the obligations of the position of registered agent.



Robert Lee Shapiro
Registered Agent

FILED
00 MAY 30 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA