

L 00000000 8431  
KRAMER McGUIRE LLC

Galleria International  
301 Clematis Street, Suite 3000  
West Palm Beach, Florida 33401

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

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\*\*\*\*125.00 \*\*\*\*125.00

RE: KRAMER McGUIRE LLC

Dear Sir/Madam:

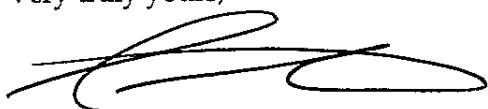
L-8431

Enclosed find an original and one copy of Articles of Organization for the above-captioned Limited Liability Company, together with a check in the sum of \$125 to cover your filing fees.

Please stamp the copy of the Articles with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,



S. Shawn McGuire

Enclosure

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**ARTICLES OF ORGANIZATION  
OF KRAMER McGUIRE LLC**

The undersigned subscriber to these Articles of Organization and intending to form and create a Limited Liability Company pursuant to the statutes of the State of Florida, does hereby state and certify the following:

I.

The name of the Limited Liability Company shall be KRAMER MCGUIRE LLC.

II.

The mailing address of the Limited Liability Company is Galleria International, 301 Clematis Street Suite 3000, West Palm Beach, FL 33401. The street address of the principal office of the Limited Liability Company is Galleria International, 301 Clematis Street Suite 3000, West Palm Beach, FL 33401.

III.

The name and street address of the initial registered agent of the Limited Liability Company in the State of Florida is: S. Shawn McGuire, Galleria International, 301 Clematis Street Suite 3000, West Palm Beach, FL 33401.

IV.

The Limited Liability Company shall be managed by a Board of Managers, consisting of a number not more than five (5) and the activities of the Limited Liability Company shall be conducted as a manager-managed company in accordance with the terms of the Limited Liability Company Operating Agreement.

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TALLAHASSEE FLORIDA

V.

The names and addresses of the Initial Managers of the Limited Liability Company are as follows:

Name	Address
S. Shawn McGuire	Galleria International 301 Clematis Street, Suite 3000 West Palm Beach, FL 33401
Raymond E. Kramer	Galleria International 301 Clematis Street, Suite 3000 West Palm Beach, FL 33401

VI.

The Limited Liability Company shall be initially organized with two members. The names and address of the Initial Members of the Limited Liability Company are:

Name	Address
S. Shawn McGuire	Galleria International 301 Clematis Street, Suite 3000 West Palm Beach, FL 33401
Raymond E. Kramer	Galleria International 301 Clematis Street, Suite 3000 West Palm Beach, FL 33401

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VII.

The Limited Liability Company shall have the right to add additional members according to the terms of the Limited Liability Company Operating Agreement.

VIII.

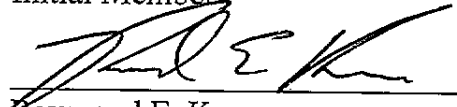
The Limited Liability Company shall have a duration of forty (40) years and it shall dissolve at the end of said time period. The members of the Limited Liability Company may continue business upon an event of dissolution only in accordance with the terms of the Limited Liability Company Operating Agreement.

IN WITNESS WHEREOF, the undersigned, in their respective capacities as initial members and initial managers for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do make and file these Articles of Organization, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seal this 6<sup>th</sup> day of July, 2000.



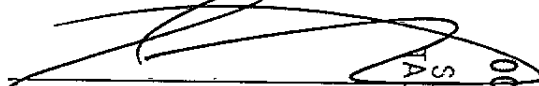
S. Shawn McGuire

Initial Member



Raymond E. Kramer

Initial Member



S. Shawn McGuire

Initial Manager



Raymond E. Kramer

Initial Manager

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STATE OF FLORIDA  
COUNTY OF WEST PALM BEACH

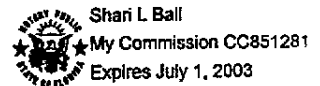
BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared S. SHAWN McGUIRE, to me well known to be the person who executed the foregoing Articles of Organization, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed in his respective capacities as an Initial Member and an Initial Manager.

WITNESS my hand and official seal this 6 day of July, 2000.

Shari L. Ball  
Notary Public, State of Florida

My Commission Expires:

STATE OF FLORIDA  
COUNTY OF WEST PALM BEACH

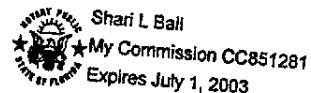


BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared RAYMOND E. KRAMER, to me well known to be the person who executed the foregoing Articles of Organization, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed in his respective capacities as an Initial Member and an Initial Manager.

WITNESS my hand and official seal this 6 day of July, 2000.

Shari L. Ball  
Notary Public, State of Florida

My Commission Expires:



STATEMENT OF DESIGNATION AND ACCEPTANCE  
OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF

KRAMER McGUIRE LLC

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby files this statement of the designation and acceptance of the initial registered agent of the Limited Liability Company.

The street address of the initial registered office of this Limited Liability Company is Galleria International, 301 Clematis Street Suite 3000, West Palm Beach, FL 33401, and the name of the initial registered agent of this Limited Liability Company at that address is S. SHAWN McGUIRE.

DATED this 6<sup>th</sup> day of July, 2000.



S. Shawn McGuire

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of KRAMER McGUIRE LLC at the initial registered office of the Limited Liability Company at Galleria International, 301 Clematis Street Suite 3000, West Palm Beach, FL 33401.



S. Shawn McGuire

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