

L00000009398

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.

((H00000041188 4)))

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 : AKERMAN, SENTERFITT & EIDSON, P.A. (WPB)
Account Number : 104075003305
Phone : (561) 659-5990
Fax Number : (561) 659-6313

SECRETARY OF STATE
KATHERINE HARRIS
TALLAHASSEE, FLORIDA

00 AUG -4 PM 5:00

FILED

LIMITED LIABILITY COMPANY

Compson St. Andrews Associates, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

L00-9398

28-7

8/4/00

**ARTICLES OF ORGANIZATION
OF
COMPSON ST. ANDREWS ASSOCIATES, 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 is Compson St. Andrews Associates, L.L.C. (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is: 980 N. Federal Highway, Suite 400, 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. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - Registered Agent and Registered Office

The name and street address of the registered agent and registered office of the Company in the State of Florida is: Russell T. Kamradt, Esquire, 777 South Flagler Drive, Suite 900, West Palm Beach, Florida 33401.

ARTICLE V - Capital Contributions

Capital contributions in cash or in kind shall be paid to the Company by the members in such amounts as the Managing Member(s) shall determine.

ARTICLE VI - Additional Capital Contributions

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all of the members.

ARTICLE VII - Admission of New Members

No additional members shall be admitted to the Company except with the unanimous written consent of all of the members of the Company and upon such terms and conditions as shall be determined by all of 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 other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent. The initial members of the Company are the following:

(H00000041188 4)

Robert Comparato
980 North Federal Highway
Suite 400
Boca Raton, Florida 33432

Anthony Comparato
980 North Federal Highway
Suite 200
Boca Raton, Florida 33432

Michael Comparato
980 North Federal Highway
Suite 400
Boca Raton, Florida 33432

Jeffrey Comparato
980 North Federal Highway
Suite 400
Boca Raton, Florida 33432

Compson St. Andrews Associates, Inc.
980 North Federal Highway
Suite 400
Boca Raton, Florida 33432

ARTICLE VIII - Termination of Existence

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon 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 all of the remaining members, provided there are at least two remaining members.

ARTICLE IX - Management

The Company shall be managed by a manager or managers in accordance with regulations (the "Operating Agreement") adopted by the members for the management of the business and affairs of the Company. 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 name and address of the initial manager of the Company is:

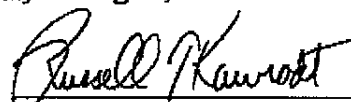
Compson St. Andrews Associates, Inc.
980 North Federal Highway
Suite 400
Boca Raton, Florida 33432

FILED
00 AUG 04 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X - Authorized Representative

The representative authorized to execute these Articles of Organization on behalf of Member Robert Comparato is Russell T. Kamradt.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at West Palm Beach, Florida this 4th day of August, 2000.



Russell T. Kamradt
Authorized Representative

(H00000041188 4)

Registered Agent Acceptance

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, 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.

BY: Russell T. Kamradt
Russell T. Kamradt

Date: August 4, 2000

FILED
00 AUG -4 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA