

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L0000000/3038

Shorewalker Place LLC

600003436616-5
-10/24/00-01043-019
*****5.00 *****5.00
600003436616-5
-10/24/00-01043-018
****155.00 ****155.00

W-25003

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File

LTD Partnership File

Foreign Corp. File

☒ L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

Photo Copy

☒ Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

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TALLAHASSEE, FLORIDA

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AND
RECORDED

NOV 1 2000
19 OCT 25 10:15
UCC 11 Search

W-25003



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 24, 2000

CAPITAL CONNECTION, INC.

SUBJECT: SHOREWALKER PLACE LLC
Ref. Number: W00000025603

We have received your document for SHOREWALKER PLACE LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 100A00055498

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ARTICLES OF ORGANIZATION

OF

SHOREWALKER PLACE LLC

A Limited Liability Company

ARTICLE I

Name

The name of this Limited Liability Company shall be SHOREWALKER PLACE LLC.

ARTICLE II

Purpose

The primary purposes of the LLC shall be and the LLC shall have power to engage in the acquisition, ownership, financing, leasing, or otherwise utilization of real property, all related activities and for all other purposes (except as a professional service provider) as authorized by Chapter 608 of the Florida Statutes.

ARTICLE III

Principal Office

The principal office of the limited liability company is: 1102 Coconut Row, Delray Beach, Florida 33483. The mailing address of the limited liability company is also 1102 Coconut Row, Delray Beach, Florida, 33483.

ARTICLE IV

Registered Office and Agent

The name and address of the registered agent of the LLC is: Jacqueline A. Dawes, 1102

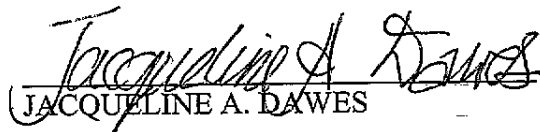
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Coconut Row, Delray Beach, Florida 33483.

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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


JACQUELINE A. DAWES

ARTICLE V

Management

The LLC is a member-managed company and will be managed by JACQUELINE A. DAWES for so long as she is willing and able to render management services.

Such designated manager may be replaced only by unanimous vote of all members. In the event the named manager is unwilling or unable to serve then the members shall select a manager, by unanimous vote, or in the alternative, management will be rendered by act of a majority of the members (by number and not by percentage of ownership).

So long as management is provided by a manager designated herein, title to real estate owned by the LLC, or interest therein, may be only transferred by the manager of the LLC, for any purpose, except for distribution at termination of the LLC.

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ARTICLE VI

Restriction on Assignability of Interests

No member's interest or part thereof may be assigned in whole or in part without the written consent of all members and in no event shall an assignee of a member's interest or part thereof become a member of the company or be entitled to participate in the company in any way without the written consent of all members. Gifts or other transfers of interests from the initial member to persons related to him within two degrees of consanguinity and shall not be considered as "assignments" and shall not be prohibited under this article.

ARTICLE VII

Dissolution

The LLC will have perpetual existence. It may be dissolved at an earlier time upon the entry of a decree of judicial dissolution by a court of competent jurisdiction.

The LLC will not dissolve upon the death of a member, the bankruptcy of a member or upon the court declared incompetency of a member, unless all other members, joined by the personal representative of the deceased or incompetent member, shall consent to dissolution in writing.

ARTICLE VIII

Operating Agreement

Members of the LLC will enter into an operating agreement, to be maintained at the registered office, and may amend such agreement from time to time as they deem appropriate.

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Executed and dated this 23 day of October, 2000.

SHOREWALKER PLACE LLC

By: Jacqueline A. Dawes
JACQUELINE A. DAWES
Member and Manager

ACKNOWLEDGMENT

STATE OF FLORIDA

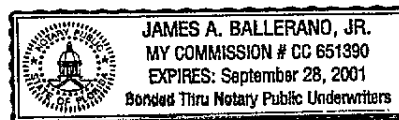
COUNTY OF PALM BEACH

On this day, personally appeared before me, JACQUELINE A. DAWES, as Member and Manager of SHOREWALKER PLACE LLC, being well known to me to be the person whose name is subscribed to the within instrument and acknowledged that she had executed the same for the purposes therein contained.

WITNESS my hand and official seal this 23 day of October, 2000.

[Signature]
NOTARY PUBLIC

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