# MAY-18-2001 12:03

### Florida Department of State

**Division of Corporations** Public Access System Katherine Harris, Secretary of State

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Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : SCOTT A. ELK, P.A.

Account Number : I19980000040 Phone : (561)368-8800 : (561)394-3699

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### LIMITED LIABILITY COMPANY

River Run Associates LLC

Certificate of Status	1
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Estimated Charge	\$160.00

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# ARTICLES OF ORGANIZATION OF RIVER RUN ASSOCIATES LLC

The undersigned, for purposes of forming a limited liability company in accordance with the Florida Limited Liability Company Act, do hereby state the following:

- 1. NAME. The name of the limited liability company shall be RIVER RUN ASSOCIATES LLC (the "Company").
- DURATION. The period of the Company's duration is perpetual from the date of filing the
  Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the
  members, unless extended by its members, or as provided by statute.
- 3. <u>PURPOSE</u>. The purpose for which the Company has been formed is to engage in any lawful act, activity or business not contrary to and for which a limited liability company may be formed under the laws of the State of Florida, and to have and exercise all powers, rights and privileges conferred by the laws of Florida on limited liability companies, including but not limited to the performance of services, buying, leasing or otherwise acquiring and holding, using or enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal, tangible or intangible, or whatever nature and wheresoever situated, and buying, selling and holding stocks, bonds, or any other security of any issuer as the Company may, at any time and from time to time, deem advisable.
- 4. <u>OFFICE</u>. The mailing address and street address, in the State of Florida where the principal office of the Company is to be located, is:

791 Park of Commerce Drive Boca Raton, FL 33487.

5. <u>REGISTERED AGENT</u>. The name and address of Company's registered agent, whose Consent to Appointment as Registered Agent is included with this Articles of Organization, is:

Scott A. Elk, Esq. Elk, Bankler & Christu LLP 4800 N. Federal Highway Suite 200-E Boca Raton, Florida 33431

6. <u>ADMISSION OF ADDITIONAL MEMBERS</u>: The Company has two (2) or more members. Additional members may be admitted only on the terms that are unanimously agreed to by all members. The initial two (2) members are:

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Robert E. Milhous, Trustee of the Second Amendment and Restatement in Total of the Robert E. Milhous Trust Dated March 11, 1988 as Amended May 7, 2001 791 Park of Commerce Drive Boca Raton, FL 33487

Paul Ballard Milhous, Trustee of the Third Amendment and Restatement in Total of the Paul Ballard Milhous Trust Dated September 24, 1982, as Amended 791 Park of Commerce Drive Boca Raton, FL 33487

- 7. <u>CONTINUITY</u>. The remaining members of the Company will have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in this Company.
- 8. MANAGEMENT. The business of the Company will be conducted under the exclusive management and be limited to its members who will vote according to their proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters. The names and addresses of the managers are:

Robert E. Milhous, Trustee of the Second Amendment and Restatement in Total of the Robert E. Milhous Trust Dated March 11, 1988, as Amended May 7, 2001 791 Park of Commerce Drive Boca Raton, Florida 33487

Paul Ballard Milhous, Trustee of the Third Amendment and Restatement in Total of the Paul Ballard Milhous Trust Dated September 24, 1982, as Amended 791 Park of Commerce Drive Boca Raton, Florida 33487 OLNAY 18 PM 3: 16
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## ORIGINAL APPOINTMENT OF AGENT

The undersigned, being all of the members of River Run Associates LLC, a limited liability company organized under the laws of the State of Florida, hereby appoint Scott A. Elk, Esquire, a natural person who is a resident of this State, as registered agent upon whom any process, notice or demand required or permitted by statute to be served upon the Company may be served.

His complete address is:

Scott A. Elk, Esq. Elk, Bankier & Christo LLP 4800 N. Fodow VIII

4800 N. Federal Highway Suite 200-E

Boca Raton, Florida 33431

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### ACCEPTANCE OF AGENT

The undersigned, named herein as the statu hereby acknowledges and accepts the appoi accepts the obligations of the position of Re	intment of registered agent, and is famili	ar with and
	SURIL	CLS)
	SCOTT A. ELK, Esquire	Articles Office Articles
IN WITNESS WHEREOF, we have	hereunto subscribed our names to this A	Articles of -
Organization on this // day of		DA O
STATE OF Florida	PAUL BALLARD MILHOUS the Third Amendment and Re Total of the Paul Ballard Milh September 24, 1982, as a men  By:  PAUL BALLARD MI Trustee	statement in lous Trust dated
STATE OF Florida ) COUNTY OF Poly Beach)	/	
The foregoing instrument was acknown by PAUL BALLARD MILHOUS, Trustee of Paul Ballard Milhous Trust dated September	wledged before me this // day of // of the Third Amendment and Restatement r 24, 1982, as amended, who is	2001, t in Total of the
personally known to me, or has produced	as identification	<b>n</b>
WITNESS my hand and official seal May, 2001.	in the County and State last aforesaid the	Lestono Esses
My Commission Expires: My Commission No. is:	CATHY A DEBLOS Notary Public - State of Florida	)
000067134 6	My Commission Expires Apr 1 2005  Commission # CC997967	