

AUG-14-2001 10:31

NASON, YEAGER

561 686 5442 P.01

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Florida Department of State

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From:

Account Name : NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.  
Account Number : 073222003555  
Phone : (561)686-3307  
Fax Number : (561)686-5442

LIMITED LIABILITY COMPANY

Tivoli Woods Associates, LLC

Certificate of Status	0
Certified Copy	1
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AUG-14-2001 10:31

NASON, YEAGER

561 686 5442 P.02

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**ARTICLES OF ORGANIZATION**  
**OF**  
**TIVOLI WOODS ASSOCIATES, LLC**

The undersigned Member, desiring to form a Florida limited liability company under the Florida Limited Liability Company Act ("Act"), Section 608.401-608.514, Florida Statutes, does hereby make and file these Articles of Organization.

**ARTICLE I**

**NAME**

The name of this limited liability company ("Company") is:

Tivoli Woods Associates, LLC

**ARTICLE II**

**ADDRESS**

The mailing address and street address of the Company's principal office are:

4800 North Federal Highway  
Suite 203-B  
Boca Raton, Florida 33431

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John White II, Esquire (Florida Bar No. 289485)  
Nason, Yeager, Gerson, White & Lioce, P.A.  
1645 Palm Beach Lakes Boulevard, Suite 1200  
West Palm Beach, Florida 33401  
Phone: (561) 686-3307

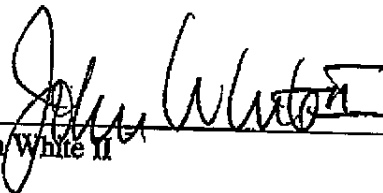
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**ARTICLE III****REGISTERED OFFICE AND AGENT**

The name and Florida street address of the registered agent are:

John White II  
1645 Palm Beach Lakes Boulevard, Suite 1200  
West Palm Beach, Florida 33401

Having been named as registered agent and to accept service of process for the 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 I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 608, Florida Statutes.

  
John White II

**ARTICLE IV****MANAGEMENT**

The management of the Company has been exclusively reserved to the Members, and the Members have delegated all their power and authority to manage the Company to a Managing Member, who will have the exclusive power and authority to conduct the Company's business. When there are 2 or more Managing Members, they must act unanimously, unless they have adopted regulations permitting one Managing Member to take any designated action. The following are the names and addresses of the initial Managing Members:

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NameAddress

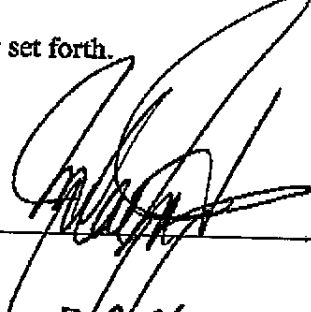
Sable Associates

4800 North Federal Highway  
Suite 203-B  
Boca Raton, Florida 33431

Michael Morton

Morton Group, Inc.  
902 Clint Moore Road  
Suite 124  
Boca Raton, Florida 3348701 AUG 14 PM 2:03  
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IN WITNESS WHEREOF, the undersigned Member has made and subscribed these  
Articles of Organization on the date hereinafter set forth.

  
8/8/01, 2001

(In accordance with Section 608.408(3), Florida  
Statutes, the execution of this document constitutes  
an affirmation under the penalties of perjury that  
the facts stated herein are true.)

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