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Megias, McCabe & Samiljan
Attorneys At Law

Timothy P. McCabe
Carlos M. Megias
Steven T. Samiljan

2135 S. Congress Avenue, #3C, West Palm Beach, Florida 33406, Phone: 561-969-3344 Fax 969-9698

VIA REGULAR U.S. MAIL

February 1, 2002

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

700004884477--6
-02/07/02--01013--003
****125.00 ****125.00

RE: ARTICLES OF ORGANIZATION
504 47th Street, L.L.C.

Dear Sir/Madam:

Enclosed is an original and one copy of the articles of organization and a check for:

(X) \$125.00
Filing Fee
and Registered
Agent
Designation

()
Filing Fee,
Registered Agent
Designation, and
Certificate of Status

()
Filing Fee,
Registered Agent
Designation, and
Certified Copy

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Filing Fee,
Registered Agent
Designation,
Certified Copy, and
Certificate of Status

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02 FEB - 6 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please return a copy of the filed Articles of Organization in the self addressed stamped envelope at your earliest convenience.

Sincerely,

Timothy P. McCabe
TPM/js

L02-3157
CJL

**ARTICLES OF ORGANIZATION
OF
504 47TH Street, 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 shall be 504 47th Street, L.L.C., ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 310 Ridge Road, Jupiter, Florida 33477.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Timothy P. McCabe, 2135 South Congress Avenue #3C, West Palm Beach, Florida 33406.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

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TALLAHASSEE, FLORIDA

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all 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 members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on 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 a majority vote of the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations 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 names and address of the members of the company are:

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TALLAHASSEE, FLORIDA

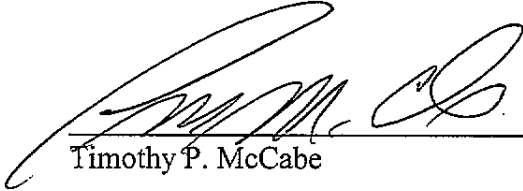
NAME

Timothy P. McCabe

ADDRESS

2135 South Congress Avenue, Suite 3C, West
Palm Beach, Florida 33406

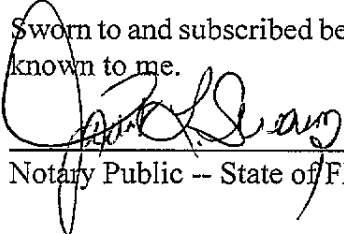
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at West Palm Beach, Florida, on February 1, 2002.



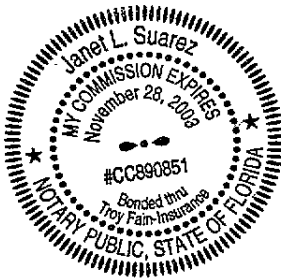
Timothy P. McCabe

STATE OF FLORIDA
COUNTY OF Palm Beach

Sworn to and subscribed before me this February 1, 2002, by Timothy P. McCabe, who is personally known to me.



Notary Public -- State of Florida



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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, 504 47th Street, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is 504 47th Street, L.L.C.
2. The name and address of the registered agent in Florida is:
Timothy P. McCabe
2135 South Congress Avenue, #3C
West Palm Beach, Florida 33406

The undersigned, being the person named in the articles of organization of 504 47th Street, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Timothy P. McCabe
2135 South Congress Avenue, #3C
West Palm Beach, Florida 33406
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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