

ITAL CONNECTION, INC.

Virginia Street, Suite 1 • Tallahassee, Florida 32301
-8870 • 900-342-8062 • Fax (904) 227-1222

L020000007909

Crosswinds at Countyline

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- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ✓ L.C. File Amend
- ___ 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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02 JUN -6 AM 10:53
DIVISION OF REGULATION
FILED
02 JUN -6 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L02-7909
OK

Signature

Requested by

Name

Date

Time

Walk-In

Will Pick Up

**AMENDED ARTICLES OF ORGANIZATION
OF
CROSSWINDS AT COUNTYLINE, LLC**

I, the undersigned, being a natural person competent to contract, hereby state that all members of Crosswinds at Countyline, LLC, have given their unanimous approval to amend the organizational articles which have already been filed with State of Florida on April 3, 2002 to incorporate a limited liability company as follows:

ARTICLE I -- NAME

The name of the limited liability company shall be CROSSWINDS AT COUNTYLINE, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be:

2677 N.W. 46th Street
Boca Raton, FL 33434

ARTICLE III -- DURATION

The Company shall commence its existence on the date these articles of organization are filed with 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 or the Regulations of the Company.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is:

Steven L. Daniels, Esquire
Arnstein & Lehr
433 Plaza Real, Suite 275
Boca Raton, FL 33432

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TALLAHASSEE, FLORIDA

ARTICLE V -- CAPITAL CONTRIBUTIONS AND OWNERSHIP UNITS

The Members of the Company shall contribute to the capital of the Company the cash set forth in Exhibit "A" and each Member shall receive the number of ownership units as set forth in said Exhibit. Each Member will retain that number of ownership units regardless of future capital

contributions or withdrawals from the Company unless the issuance of additional units or the cancellation of units shall be agreed by all Members.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each Member shall make additional capital contributions to the Company only on the unanimous consent of all the Members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional Member shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and on such 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.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of all Members 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 the consent of all the remaining Members, provided there is at least one remaining Member.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by a Managing Member in accordance with Regulation 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 name and address of the Managing Member of the Company is:

Frank Rosen
2677 N.W. 46th Street
Boca Raton, FL 33434

The amendment of these Articles of Organization shall require the unanimous approval of the Members.

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Boca Raton, Florida, on this 4 day of JUNE, 2002.

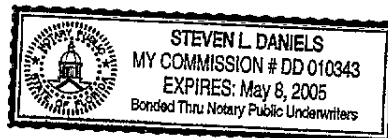
CROSSWINDS AT COUNTYLINE, LLC
a Florida limited liability company

By: Frank Rosen
Frank Rosen, Managing Member

STATE OF FLORIDA
COUNTY OF PALM BEACH

I hereby certify that a true and correct copy of the foregoing was acknowledged before me this 4 day of JUNE, 2002 by FRANK ROSEN, as Managing Member of CROSSWINDS AT COUNTYLINE, LLC, a Florida limited liability company, on behalf of the company, who is personally known to me or has produced _____ as identification.

Steven Daniels
Notary Public
Commission No: Steven Daniels
Commission Expires: _____



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Florida Statutes the following is submitted:

First -- That Crosswinds at Countyline, L.L.C. has named Steven L. Daniels, who is located at Arnstein & Lehr, 515 North Flagler Drive, Suite 600, City of West Palm Beach, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited liability company at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: _____

Steven L. Daniels

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