

DAVID A. CAIRNS, P.A.

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July 2, 2002

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State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: SonRise Properties, L.L.C.

Dear Division:

Please find enclosed the original Articles of Organization for immediate filing. I have also enclosed a check in the amount of \$125.00 which represents the fee for this filing and the registered agent's fee.

I will wait receipt of your acknowledgment that the articles have been filed and a document number assigned.

Thank you for your cooperation.

Very truly yours,

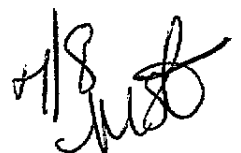


David A. Cairns

DAC/e
Enclosures

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FILED
02 JUL -5 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF ORGANIZATION

of

SonRise Properties, L.L.C.

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TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporators of a Florida Limited Liability Company under the Florida Limited Liability Company's Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization for such Limited Liability Company.

ARTICLE I

NAME

The name of the Limited Liability Company is SonRise Properties, L.L.C.

ARTICLE II

DURATION

The Limited Liability Company shall have a duration of thirty (30) years from the date of filing these Articles of Organization with the Department of State.

ARTICLE III

PURPOSE

The Limited Liability Company is organized for the purpose of transacting any and all lawful business for which limited liability companies may be authorized under the laws of the State of Florida.

ARTICLE IV

PLACE OF BUSINESS

The initial address of the place of business of the Limited Liability Company is 6464 Barton Creek Circle, Lake Worth, Florida 33463. The mailing address is the same.

ARTICLE V

NAME AND ADDRESS OF REGISTERED AGENT

The name and address of the registered agent of the Limited Liability Company is CAROL ANN LIPSIT, 6464 Barton Creek Circle, Lake Worth, Florida 33463.

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ARTICLE VI
DESCRIPTION OF CASH AND
OTHER PROPERTY CONTRIBUTED.

The members shall contribute as capital contribution to the Limited Liability Company the sum of \$2,000.00. The members shall not be required to make any additional contributions to the Limited Liability Company.

ARTICLE VII
ADDITIONAL MEMBERS

Additional members may be admitted to the Limited Liability Company upon the unanimous vote of the members in accordance with the regulations of the Limited Liability Company as adopted from time to time. The interest of a member of the Limited Liability Company who dies may pass to his heirs without the consent of the other members in accordance with the regulations of the Limited Liability Company as adopted from time to time.

ARTICLE VIII
WITHDRAWAL OF A MEMBER

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member, or the occurrence of any other events which terminate the continued membership of a member in the Limited Liability Company, the Company will continue to conduct its business and the membership of the withdrawing member shall be transferred in accordance with the regulations of the Limited Liability Company as adopted from time to time.

ARTICLE IX
MANAGEMENT AND OWNERSHIP INTEREST

The Limited Liability Company is to be managed by two (2) Co-Managers appointed in accordance with the Regulations. The names and addresses of the Co-Managers who are to serve until the first annual meeting of the members or until their successors are elected are:

Carol Ann Lipsit, 6464 Barton Creek Circle, Lake Worth, Florida 33463
David Scott Lefler, 4726 Bison Street, Boca Raton, Florida 33428

The names and percentages of ownership interest of each of the members are set forth below:

CAROL ANN LIPSIT 65%

DAVID SCOTT LEFLER 35%

ARTICLE X

ADOPTION OF REGULATIONS

Regulations governing the Limited Liability Company will be adopted, modified, amended or rescinded only upon a unanimous vote of the members of the Limited Liability Company.

ARTICLE XI

AMENDMENTS TO ARTICLES OF ORGANIZATION

These Articles of Organization may be amended, modified, or rescinded only upon a unanimous vote of the members.

IN WITNESS WHEREOF, I have made and subscribed these Articles this 2nd day

of July, 2002.

**Signed and Sealed in the
presence of:**

David A. Cairns

Witness Signature as to Carol Ann Lipsit
Printed name DAVID A. CAIRNS

Carol Ann Lipsit

CAROL ANN LIPSIT

Evelyn M. Cairns

Witness Signature as to Carol Ann Lipsit
Printed name EVELYN M. CAIRNS

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of SonRise Properties, L.L.C., as made in the foregoing Articles of Organization dated the 2nd day of July, 2002.

Carol Ann Lipsit
CAROL ANN LIPSIT

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