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LIMITED LIABILITY COMPANY

2655 Properties, LLC

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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 11, 2002

BUSH ROSS

SUBJECT: 2655 PROPERTIES, LLC
REF: W02000029509

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article IV is referring to the entity as a corporation.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

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ARTICLES OF ORGANIZATION
OF
2655 PROPERTIES, LLC

The undersigned, acting as an authorized representative of the initial members of the above captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

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TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this limited liability company is 2655 PROPERTIES, LLC (the "Company") and its principal office and mailing address is 319 Clematis Street, Suite 702, West Palm Beach, FL 33401.

ARTICLE II
EFFECTIVE DATE

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE III
PURPOSE OF ORGANIZATION

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under Florida law.

Fax Audit No.: (((H02000211487 2)))

S. Todd Merrill, Esq.
220 S. Franklin Street, Tampa, FL 33602
813-224-9255
Fla. Bar #0091774

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the Company at such address is S. Todd Merrill.

ARTICLE V
MANAGEMENT OF THE COMPANY

The Company shall be managed by Manager(s) who shall be elected by the members in the manner set forth in the Company's Operating Agreement.

ARTICLE VI
OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

ARTICLE VII
INDEMNIFICATION

If the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, and the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles of Organization this 11th day of October, 2002.

S. Todd Merrill, Authorized Representative

CERTIFICATE DESIGNATING
REGISTERED AGENT

Pursuant to the provisions of §§48.091 and 608.415, *Florida Statutes*, 2655 PROPERTIES, LLC desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates S. Todd Merrill an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.

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S. Todd Merrill, Authorized Representative

ACKNOWLEDGMENT

I hereby accept my appointment as Registered agent of the above named Company and agree to act as such in accordance with the provisions of §§48.091 and 608.415, *Florida Statutes*.

S. Todd Merrill

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