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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Department of State  
Division of Corporations  
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From:  
Account Name : ADORNO & YOSS, P.A. - *Luz Taylor*  
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03 FEB 21 PM 2:38  
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Northstar Holdings At B and A, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION  
OF  
NORTHSTAR HOLDINGS AT B AND A, LLC**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Act, Chapter 608, Florida Statutes.

**ARTICLE I  
NAME**

The name of this limited liability company is NORTHSTAR HOLDINGS AT B AND A, LLC (the "Company").

**ARTICLE II  
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is: 14406 Military Trail, Delray Beach, Florida 33484.

**ARTICLE III  
DURATION**

The period of duration for the Company will be perpetual.

**ARTICLE IV  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Scott Worley, and his address is: 14406 Military Trail, Delray Beach, Florida 33484.

**ARTICLE V  
MANAGEMENT**

The Company will be a member-managed company. The sole member will be NORTHSTAR HOLDINGS, INC., a Florida corporation with its principal office at 14406 Military Trail, Delray Beach, Florida 33484.

DANIEL WURTENBERGER, ESQ. FLA BAR #569948  
Adorno & Yoss, P.A.  
350 East Las Olas Boulevard, Suite 1700  
Fort Lauderdale, Florida 33301  
Phone No.: (954) 763-1200

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The undersigned Managing Member executed these Articles of Organization on this 17<sup>th</sup> day of February, 2003.

08 FEB 19 11 5 27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Managing Member:

(In accordance with Section 608.407 and 608.408, Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

NORTHSTAR HOLDINGS, INC.,  
a Florida corporation

By: Scott Wooley  
Its: vice president

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

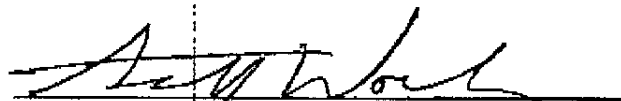
1. The name of the limited liability company is:

NORTHSTAR HOLDINGS AT B AND A, LLC

2. The name and the Florida address of the registered agent are:

Scott Worley  
14406 Military Trail  
Delray Beach, FL 33484

Having been named as registered agent and to accept service of process for the above stated limited liability 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.

  
\_\_\_\_\_  
Scott Worley

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