

Charter Number Only

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Requestor's Name

Address

City

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CORPORATION(S) NAME

3476 Second Ave., L.L.C

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
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ARTICLES OF ORGANIZATION
OF
3476 SECOND AVE., L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 3476 SECOND AVE., L.L.C., ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 3476 Second Avenue North, Lake Worth, Florida 33460.

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 as 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 is Keith W. Meisel, 712 US Highway One, Suite 230, North Palm Beach, FL 33408.

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".

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 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, but the transferee shall have no right to participate in the management of the business and affairs of the company before a member unless all 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.

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ARTICLE VIII -- MEMBERS' 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 majority vote of all 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 addresses of the members of the company are:

NAME	ADDRESS
George Baris	3476 Second Avenue North Lake Worth, FL 33460


IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at N. Palm Beach, Florida, on APRIL 2, 2003.

George A Baris
George Baris

Sworn to and subscribed before me this 2 day of April, 2003, by George Baris.

[Signature]
Notary Public -- State of Florida
(Seal)

Personally Known ___
OR
Produced Identification ___
Type of Identification Produced FL. DRIV. LIC.

 Keith W Meisel
My Commission CC853354
Expires August 20, 2003

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

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Under the provisions of F.S. 608.414 or 608.507, 3476 SECOND AVE., L.L.C. submits the following statement to designate a registered office and registered agent in the state of Florida:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is 3476 SECOND AVE., L.L.C.
2. The name and street address of the registered agent in Florida is:

Keith W. Meisel, 712 US Highway One, Suite 230, North Palm Beach, FL 33408

The undersigned, being the person named in the Articles of Organization of 3476 SECOND AVE., 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.

Registered Agent


Keith W. Meisel