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CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUN 11 2003

LAW OFFICES
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* ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND NEW YORK

** ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND PENNSYLVANIA

June 5, 2002

Via Federal Express 8390 4938 6213
Return Federal Express 8390 4938 6224
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

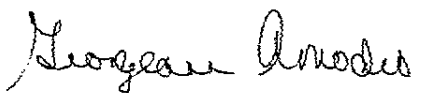
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2002 JUN -6 AM 10:11
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: **Banyan Drive Realty, LLC**
File Number 4-1204-34

Dear Sir/Madam:

Enclosed please find our law firm's check in the amount of One Hundred Twenty-Five Dollars (\$125.00) for the filing of the enclosed Articles of Organization and Certificate of Designation of Registered Agent relating to the above referenced Company. Please file the Articles and return a copy of the filed articles in the enclosed federal express envelope. Thank you for your assistance with this matter.

Very truly yours,


Georgeann Amodeo
Legal Assistant

/gla
Enclosures

ARTICLES OF ORGANIZATION

OF

BANYAN DRIVE REALTY, LLC

ARTICLE I

NAME

The name of this limited liability company is

BANYAN DRIVE REALTY, LLC

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the limited liability company is:

**BANYAN DRIVE REALTY, LLC
54 SW Boca Raton Boulevard
Boca Raton, Florida 33432**

ARTICLE III

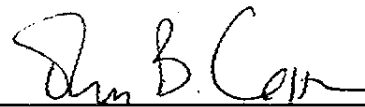
REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the registered agent are:

Edward B. Cohen, Esquire
54 SW Boca Raton Boulevard
Boca Raton, Florida 33432

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated limited liability company, at place designated in this certificate, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Edward B. Cohen, Registered Agent

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLE IV
MEMBERS AND MANAGEMENT

The Limited liability company is to be managed by its manager, John S. Simoni and is therefore, a manager - managed company.

This limited liability company shall have the following members:

| NAME | ADDRESS | INTEREST |
|---|---|--------------|
| Morgan Brown and Jill Brown | 551 Lavers Circle, Unit 177 Delray Beach, FL 33444 | 28.57 |
| William Patient and Jennifer Patient | | 28.57 |
| John S. Simoni and Barbara Simoni | 174 Coconut Palm Road Boca Raton, FL 33432 | 42.86 |

ARTICLE V
PURPOSE

This limited liability company is organized for the following purposes:

1. To own and operate a business which owns and manages real property.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI
CONTRIBUTIONS

The total amount of cash contributed to the limited liability company and the member contributing the cash is as follows:

| NAME | AMOUNT |
|---|-----------------|
| Morgan Brown and Jill Brown | \$285.70 |
| William Patient and Jennifer Patient | \$285.70 |
| John S. Simoni and Barbara Simoni | \$428.60 |

ARTICLE VII

ADMISSION OF ADDITIONAL MEMBERS

The members of the limited liability company may admit additional members provided however that any such admission shall require the affirmative written consent of all members of the limited liability company.

ARTICLE VIII

VOTING

All members of the limited liability company shall be entitled to vote on matters relating to the limited liability company.

Each member's vote shall be weighted as follows:

| NAME | PERCENTAGE |
|--------------------------------------|------------|
| Morgan Brown and Jill Brown | 28.57 |
| William Patient and Jennifer Patient | 28.57 |
| John S. Simoni and Barbara Simoni | 42.86 |

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ARTICLE IX

TERM OF EXISTENCE

This limited liability company shall have an existence commencing on the date of receipt of these Articles of Organization by the Secretary of State of Florida and shall continue perpetually.

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member the remaining members shall have the right to continue the business of this limited liability company.

ARTICLE X

AMENDMENT

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, in the manner provided by law.

BANYAN DRIVE REALTY, LLC

By: John S. Simoni

John S. Simoni, Member