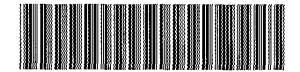
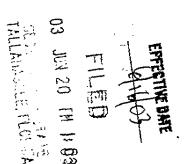
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ACCOUNT NO. : 072100000032 REFERENCE : AUTHORIZATION : COST LIMIT : ORDER DATE: June 20, 2003 ORDER TIME : 9:36 AM ORDER NO. : 140239-005 CUSTOMER NO: 10463A CUSTOMER: Ms. Larissa K. Lincoln Cohen Norris Scherer Weinberger & Wolmer Suite 400 712 U.s. Highway 1 North Palm Bch, FL 33408-7146 DOMESTIC FILING NAME: SPENCER ROCK & SAND, LLC EFFECTIVE DATE: _ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP _ ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY ___ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Darlene Ward - EXT. 1135 EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION OF SPENCER ROCK & SAND, LLC

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes as follows:

ARTICLE I

The name of this limited liability company is SPENCER ROCK & SAND, LLT

ARTICLE II

This limited liability company shall become effective on <u>JUNE 16, 2003</u>, unless somet terminated as provided in the Operating Agreement executed or to be executed by the members.

ARTICLE III

The mailing address and street address of the principal place of business of this limited liability company is 2000 Glades Rd., Ste 324, Boca Raton, FL 33431. This limited liability company may, at its discretion, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this limited liability company is DAVID B. NORRIS, 712 U.S. Highway One, Ste 400, North Palm Beach, FL 33408.

ARTICLE V

Additional members may be admitted to this limited liability company upon such terms and conditions as shall be established by the members as described in the Operating Agreement.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name this 16th day of June, 2003.

DAVID B. WORRIS, Authorized Representative of

a Member

STATE OF FLORIDA

COUNTY OF PALM BEACH

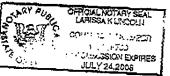
The foregoing instrument was acknowledged before me this day of June 2003, by DAVID B. NORRIS, who is personally known to me or who has produced Florida State Driver's License Number as identification and who did () or did not (()) take an oath.

Executed this // day of June, 2003.

Signature of Notary

Printed Name: LARISSIA F. LINCOLD

My Commission Expires: My Commission Number:





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CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FEORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

That SPENCER ROCK & SAND, LLC, a Florida Limited liability company, with its office at 2000 Glades Rd., Ste 324, Boca Raton, FL 33431, has named DAVID B. NORRIS, at 712 U.S. Highway One, Ste 400, North Palm Beach, FL 33408 as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named registered agent to accept service of process for the above-stated limited liability company at the place designated in this Certificate, I hereby accept to act in such capacity and agree to comply with the applicable provisions of law.

DAVID B NORRIS, Registered Agent

STATE OF FLORIDA)	1
)	
COUNTY OF PALM BEACH)	a l
The foregoing instrument	was acknowled	ged before me this 16 day of June, 2003 by
DAVID B. NORRIS, who is per	sonally known	o me or who has produced Florida State
Driver,'s License Number	N/B	as identification and who did () or did
not (X) take an oath.	7 - 7	
17/2		
Executed this 16 day o	f June, 2003.	
		Muly y

Signature of Notary

Printed Name: LARSSA-16. LINEOLN

My Commission Expires: My Commission Number:

LLCunislesSpencerRockSand.org

