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TALLAHASSEE, FLORIDA

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*Of Counsel:*  
KURT S. HARMON  
LAWRENCE P. KUVIN

June 26, 2003

Via UPS Next Day Air  
Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: NCRE Holdings, LLC  
Our File No. 03-106

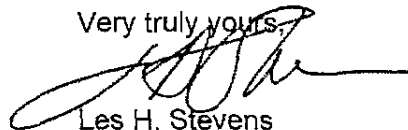
Gentlemen:

Enclosed are three (3) sets of the Articles of Organization for the above-referenced company, along with this firm's check in the sum of \$155.00, which represents the filing fee and fee for providing a certified copy of the filed document.

Please forward the Certificate of Organization to this office as soon as practicable. I have enclosed a UPS Airbill for your convenience.

Thank you for your assistance in this matter.

Very truly yours,



Les H. Stevens

LHS/ns  
enclosures (check)

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03 JUN 27 AM 10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
NCRE HOLDINGS, LLC, A LIMITED LIABILITY COMPANY**

**ARTICLE I - NAME**

The name of the limited liability company is NCRE HOLDINGS, LLC (the "Company")

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 4512 North Flagler Drive, West Palm Beach, Florida 33407.

**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE**

Pursuant to the provisions of §608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered office and registered agent in the State of Florida.

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

Mark R. May  
4512 North Flagler Drive  
West Palm Beach, Florida 33407

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.

  
Mark R. May

**ARTICLE IV - DURATION**

The term of the Company's duration is perpetual.

**ARTICLE V - NATURE OF COMPANY BUSINESS AND POWERS**

The general nature of the business to be transacted by this Limited Liability Company shall be:

A. To do each and every thing necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this Limited Liability Company enumerated in these Articles of Organization, or any amendment thereof, necessary or incidental to the protection and benefit of this Limited Liability Company; and, in general, either alone or in association with other business entities or individuals, to carry on any lawful pursuits necessary or incidental to the accomplishment or furtherance of such purposes or objects of this Limited Liability Company.

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TALLAHASSEE, FLORIDA

B. To conduct and transact any business authorized and not prohibited by law.

#### ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by the members, and is therefore a member-managed company.

In accordance with §608.408(3), Florida Statutes, the execution of this affidavit constitutes and affirmation under the penalties of perjury that the facts stated herein are true.

In witness whereof, executed this 25<sup>th</sup> day of June, 2003.

Mark R. May  
Mark R. May, Member

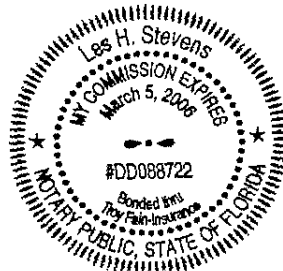
Michael R. Karosas  
Michael R. Karosas, Member

State of Florida )  
 )ss.  
County of Palm Beach )

BEFORE ME, an officer authorized to administer oaths, appeared, Mark R. May and Michael R. Karosas, [ ✓ ] who are personally known to me [ ] who presented \_\_\_\_\_ as identification to be the person described in and who executed the foregoing instrument, [ ] who took [ ✓ ] did not take an oath, and acknowledged before me that they executed the same on behalf of said company.

WITNESS my hand and official seal in the County and State last aforesaid this 25<sup>th</sup> day of June, 2003.

My Commission Expires:



[Signature]  
Notary Public, State of Florida  
Print Name: \_\_\_\_\_

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03 JUN 27 AM 9:00  
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PALM BEACH, FLORIDA