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To:

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Fax Number : (850) 205-0383

From:

Account Name : ACKERMAN, LENK & SARTORY, P.A.
Account Number : 110435002271
Phone : (561) 838-4100
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LIMITED LIABILITY COMPANY
COHEN BOCA GREENS ASSOCIATES, LLC

Certificate of Status	0
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2003 JUL 16 PM 2:07
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

TRANSMITTAL LETTER

**TO: Registration Section
Division of Corporations**

DATE: July 15, 2003

SUBJECT: COHEN BOCA GREENS ASSOCIATES, LLC

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brigitte Johnson, Legal Assistant
Ackerman, Link & Sartory, P.A.
222 Lakeview Avenue, Suite 1250
West Palm Beach, FL 33401

For further information concerning this matter, please call:

Brigitte Johnson @ 561-838-4100 Ext. #28

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
COHEN BOCA GREENS ASSOCIATES, LLC

FILED
2003 JUL 16 PM 2:01
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the limited liability company (the "Company") is COHEN BOCA GREENS ASSOCIATES, LLC.

ARTICLE II
DURATION

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the Company's Operating Agreement.

ARTICLE III
ADDRESS

The mailing address and the street address of the principal office of the Company is:

4400 PGA Boulevard
Suite 305
Palm Beach Gardens, FL 33410

ARTICLE IV
INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of the Company is :

Richard Baer
4400 PGA Boulevard
Suite 305
Palm Beach Gardens, FL 33410

Wendy Sartory Link
Florida Bar Member 0000670
Ackerman, Link & Sartory, P.A.
222 Lakeview Avenue, Suite 1250
West Palm Beach, FL 33401
(561) 838-4100

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ARTICLE V
MANAGEMENT


The management of the Company is reserved to the managers. The name and address of the manager is:

Andrew J. Cohen
c/o Cohen & Co., Inc.
11 East 44th Street
New York, New York 10017

ARTICLE VI
PURPOSE

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

Date: July 15, 2003



Authorized Representative of a Member:
Andrew J. Cohen

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2003 JUL 16 PM 2:01
CLERK OF COURTS
TALLAHASSEE, FLORIDA

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

FILED
2003 JUL 16 PM 2:07
JAMES L. COOPER, JR.
TALLAHASSEE, FLORIDA

The following is submitted in accordance with the requirements of Chapter 48.091,
Florida Statutes:

COHEN BOCA GREENS ASSOCIATES, LLC, desiring to organize under the laws of
the State of Florida with its registered office address, as indicated in the Articles of Organization,
as 4400 PGA Boulevard, Suite 305, Palm Beach Gardens, FL 33410, has named Richard Baer as
its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the above-
stated Company at the place designated in this Certificate, I hereby accept to act in this capacity
and agree to comply with the provisions of Chapter 48.091, F.S., relative to keeping open such
office.

Date: July 15, 2003


Richard Baer

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