

AUG. 22. 2003 10:17AM

GRANT, FRIDKIN, ET AL

NO. 2266 P.

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LIMITED LIABILITY COMPANY

Suffolk/Kraft Construction Company, LLC

Certificate of Status	1
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**ARTICLES OF ORGANIZATION
OF
SUFFOLK/KRAFT CONSTRUCTION COMPANY, LLC**

ARTICLE I

NAME AND ADDRESS

The name of this Limited Liability Company shall be **Suffolk/Kraft Construction Company, LLC** (the "Company"). The mailing address and street address of the principal office of the Company is 515 N. Flagler Drive, 5th Floor, West Palm Beach, Florida 33401.

ARTICLE II

DURATION

The Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company, or as provided by law, or as provided by the Company's Operating Agreement.

ARTICLE III

DESIGNATION OF REGISTERED AGENT

The name and address of the registered agent and office of the Company shall be **Rex B. Kirby, Jr.**, 515 N. Flagler Drive, 5th Floor, West Palm Beach, Florida 33401.

ARTICLE IV

THE MEMBERS

The members of the Company (hereafter the "Members") shall be:

Suffolk Construction Company, Inc., a Massachusetts corporation
Kraft Construction Company, Inc., a Florida corporation

ARTICLE V

MANAGEMENT OF COMPANY BUSINESS

The Company is a manager managed company. The initial manager of the Company ("Manager") shall be Rex B. Kirby, Jr., who shall manage the Company in accordance with the terms of the Agreement between the Members dated July 21, 2003 and the Company's Operating Agreement.

ARTICLE VI

ADDITIONAL MEMBERS

The Members may admit additional members upon Certificate of Membership signed by all the existing Members.

ARTICLE VII

LIMITATIONS ON MEMBERS

The Members shall not take any action on behalf of this Company that is prohibited by the Florida Limited Liability Company Act, or any action that requires consent of the other Members of the Company without first obtaining the prior consent of all Members of the Company. Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no Member of the Company shall be an agent of the Company solely by virtue of being a member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VII

AMENDMENTS

These Articles may be amended from time to time by the written consent of all Members of the Company. These Articles may also be amended from time to time as required by the Company's Operating Agreement.

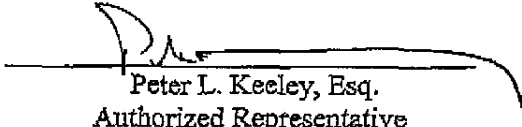
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WITNESS, the hand of the undersigned authorized representative of the Company this
22nd day of August, 2003.


Peter L. Keeley, Esq.
Authorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for Suffolk/Kraft Construction Company, LLC, at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.


Rex B. Kirby, Jr.

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