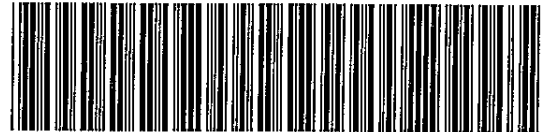


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OF COUNSEL:
DANIEL K. CORBETT
THOMAS A. HICKEY
WILLIAM J. PAYNE

September 15, 2003

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Southpointe Palm, LLC

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization of Southpointe Palm, LLC along with a check in the amount of \$155.00

Please file the enclosed document with the Florida Secretary of State and obtain a certified copy and return the certified copy to my office.

Should you have any questions, please do not hesitate to call.

Sincerely,



Tracie A. Castiglia
Secretary to Martin V. Katz

/tac
Enclosures

**ARTICLES OF ORGANIZATION
OF
SOUTHPOINTE PALM, LLC**

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03 SEP 17 PM 3:40
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms and establishes a limited liability company under the laws of
the State of Florida.

ARTICLE I

The name of this limited liability company is SOUTHPOINTE PALM, LLC ("Company")

ARTICLE II

The mailing address and street address of the principal place of business of the Company is
12 Bahia Drive, Boynton Beach, FL 33436. The Company may at its discretion, at any time, change
the address of its principal place of business.

ARTICLE III

The name and street address of the initial registered agent of this Company is Martin V. Katz,
Esquire, 625 North Flagler Drive, 9th Floor, West Palm Beach, Florida, 33401.

ARTICLE IV

The management of this Company shall be vested in one or more managing members. The
name and mailing address of the current sole Managing Member is as follows: Betty B. Kizska, 12
Bahia Drive, Boynton Beach, FL 33436.

ARTICLE V

This limited liability company shall have the perpetual existence from the date of filing these
Articles with the Department of State unless sooner terminated by law.

ARTICLE VI

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STATE OF FLORIDA

The business of this Company shall be dissolved on 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 in this Company, unless a majority in interest of the remaining members consent to the continuation of the business of the Company within ninety days of the occurrence of any event which would otherwise terminate the existence of this Company.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 15th day of September, 2003.

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

By: _____

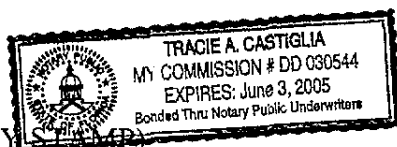
Martin V. Katz

Title: Authorized Representative

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 15th day of September, 2003, by Martin V. Katz, authorized agent for SOUTHPOINTE PALM, LLC, who is personally known to me, OR has produced personally known as identification.

(NOTARY STAMP)



Tracie A. Castiglia
Notary Name: _____

Notary Public

Serial (Commission) Number

(If any) _____

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I am familiar with and hereby acknowledge and accept the obligations of the Registered Agent for SOUTHPOINTE PALM, LLC.



MARTIN V. KATZ, REGISTERED AGENT
TALLAHASSEE, FLORIDA