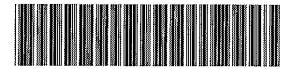
L03000037568

(Requestor's Name)
(Address)
(Address)
(City/State/Zip/Phone #)
(only out and the first of the
PICK-UP WAIT MAIL
(Business Entity Name)
(Dusiness Entry Name)
(Document Number)
Certified Copies Certificates of Status
Special Instructions to Filing Officer:

Office Use Only

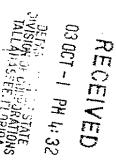


100022787931

FILED

03 OCT -1 M 9 12

13/





ACCOUNT NO. : 072100000032 REFERENCE: 264244 COST LIMIT : \$ 155.00 ORDER DATE: October 1, 2003 ORDER TIME : 2:56 PM ORDER NO. : 264244-005 CUSTOMER NO: 7207A CUSTOMER: Belinda Giliberti, Paralegal Mombach Boyle & Hardin, P.a. Suite 1950 500 E. Broward Boulevard Fort Lauderdale, FL 333943078 DOMESTIC FILING VERO COMMERICAL PROPERTIES, NAME: L.L.C. EFFECTIVE DATE: ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: __ CERTIFIED COPY ___ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Sara Lea - EXT. 1114 EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION

OF

VERO COMMERCIAL PROPERTIES, L.L.C.

The undersigned, as the authorized representative of the initial member of VERO COMMERCIAL PROPERTIES, L.L.C., a Florida limited liability company formed hereunder (the "Company"), on behalf of the members of the Company, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I COMPANY NAME

The name of the company is VERO COMMERCIAL PROPERTIES, L.L.C.

ARTICLE II COMMENCEMENT AND TERM OF EXISTENCE

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon the filing of these executed Articles of Organization with the Florida Department of State, and shall continue perpetually, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

ARTICLE III MAILING ADDRESS AND STREET ADDRESS OF COMPANY

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

VERO COMMERCIAL PROPERTIES, L.L.C. 5801 North Congress Avenue Boca Raton, Florida 33487

ARTICLE IV

REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Geoffrey S. Mombach, Esq. Mombach, Boyle & Hardin, P.A. 500 East Broward Boulevard Suite 1950 Fort Lauderdale, Florida 33394

ARTICLE V ADMISSION OF ADDITIONAL MEMBERS

Members shall have the right to admit new members by the unanimous consent of the members. Any new member shall be required to comply with these Articles of Organization, the Act and such other documents, rules, regulations or guidelines as the members may from time to time determine in their sole discretion.

ARTICLE VI RIGHT OF REMAINING MEMBERS TO CONTINUE THE COMPANY

In the event of 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 the Company, the remaining members of the Company shall have the right to continue the business of the Company subject to and in accordance with these Articles of Organization, the Act and such other documents, rules, regulations or guidelines as the members may from time to time determine in their sole discretion.

ARTICLE VII MANAGEMENT

The Company shall be a member managed Company.

ARTICLE VIII DISSOLUTION OF COMPANY

The Company may be dissolved only in accordance with the Act or such other documents, rules, regulations or guidelines as may be adopted from time to time by the members of the Company.

ARTICLE IX <u>AMENDMENT TO ARTICLES OF ORGANIZATION</u>

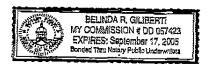
Members may adopt, alter, amend or repeal any provision of these Articles of Organization upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members as such other matter in accordance with the Act or such other documents, rules, regulations or guidelines as may be adopted from time to time by the members of the Company.

IN WITNESS WHEREOF, the undersigned being the authorized representative of the initial member of the limited liability company hereby executes these Articles of Organization, this 1st day of October, 2003.

SEOFFRENS. MOMBACH

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this day of October, 2003, by GEOFFREY S. MOMBACH, who dis personally known to me or who do has produced a Florida driver's license as identification.



Notary Public - State of Florida

My Commission Expires: Sept. 17, 2005

Commission Number: DD 057423

4

Having been named as registered agent and to accept service of process for the above 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 as provided for in Chapter 608, F.S.

DATED this 1st day of October, 2003.

Geoffrey S. Mombach

N:\GSM\WOLF\entities\Vero Commercial Properties, L.L.C\Form Art-OrgLLC,doc