

L04000024925

((H04000069054 3)))

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000069054 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : AKERMAN SENTERFITT - TAMPA
Account Number : I20000000249
Phone : (813)223-7333
Fax Number : (813)223-2637

RECEIVED
04 MAR 32 AM 9:31
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Rothbaum Investments, LLC

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$160.00

04 APR - 1 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

JB
4-2-04

((H04000069054 3)))

((H04000069054 3)))

ARTICLES OF ORGANIZATION
OF
ROTHBAUM INVESTMENTS, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Company shall be:

ROTHBAUM INVESTMENTS, LLC

ARTICLE II
PERIOD OF DURATION

The period of duration of the Company shall be perpetual.

ARTICLE III
GENERAL POWERS

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

ARTICLE IV
ADDRESS AND PLACE OF BUSINESS

The mailing and street address for the Company's principal office is 554 S.E. 8th Street, Suite 600, Delray Beach, Florida 33483.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 554 Southeast 8th Street, Suite 600, Delray Beach, Florida 33483, and the name of its initial registered agent is Michael Rothbaum. The Company may change its registered office or
(TP128299.2)

((H04000069054 3)))

SECRET
NO FORN DISSEM
NO RELEASE TO THE PUBLIC

AND
FILED

(((H04000069054 3)))

**ARTICLES OF ORGANIZATION OF
ROTHBAUM INVESTMENTS, LLC**

Page 2 of 4

its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE VI
MANAGEMENT**

The Company is a manager managed company as described more fully in the operating agreement of the Company ("Operating Agreement"), and the business and affairs of the Company shall be managed by or under the direction of one or more managers (the "manager"). The name and current address of the manager is as follows, who shall act in such capacity until otherwise determined by the members in accordance with the Company's Operating Agreement:

Michael Rothbaum
554 Southeast 8th Street, Suite 600
Delray Beach, FL 33483

**ARTICLE VII
OPERATING AGREEMENT**

The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

**ARTICLE VIII
RIGHT TO CONTINUE BUSINESS**

Upon 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 business of the Company shall not automatically cease and the Company shall not be dissolved automatically, but only by unanimous consent of the remaining members or otherwise in accordance with the Operating Agreement of the Company.

**ARTICLE IX
RESTRICTIONS ON MEMBERSHIP**

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with the Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with

04 APR - 1 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION OF
ROTHBAUM INVESTMENTS, LLC

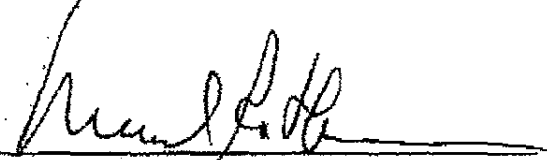
Page 3 of 4

the unanimous consent of the members, or otherwise in accordance with the Operating Agreement. Additional restrictions and conditions on membership may be set forth in an operating agreement or other agreement adopted by the members.

ARTICLE X
ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of Rothbaum Investments, LLC. These Articles of Organization may be amended from time to time by consent of the members in the manner now or hereafter prescribed in the Operating Agreement of the Company, consistent with the laws of the State of Florida.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 14 day of March, 2004.


Michael Rothbaum, Manager

04 APR - 1 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

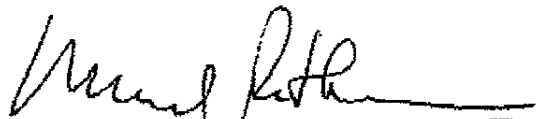
ARTICLES OF ORGANIZATION OF
ROTHBAUM INVESTMENTS, LLC

Page 4 of 4

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Rothbaum Investments, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 15 day of March, 2004.


Michael Rothbaum

04 APR - 1 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED