

APR-07-2004 13:05 FROM: BARITZ & COLMAN

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Division of Corporations

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From:

Account Name : BARITZ & COLMAN LLP
Account Number : T20000000130
Phone : (561) 750-0910
Fax Number : (561) 750-5045

LIMITED LIABILITY COMPANY

CP WEST, LLC

Certificate of Status	0
Certified Copy	1
Page Count	01
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ARTICLES OF ORGANIZATION OF**CP WEST, LLC**

The undersigned manager hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be **CP WEST, L.L.C.** (the "Company").

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**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 751 Park of Commerce Drive, Suite 128 Boca Raton, Florida 33487.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Nancy B. Colman, Esq., Baritz & Colman LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

**ARTICLE IV
DURATION**

This Company shall have perpetual existence, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Operating Agreement adopted by the members.

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**ARTICLE V
MANAGEMENT**

The Company will be managed by its managers in accordance with the Company's Operating Agreement. The name and address of the managers are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jack Pechter	751 Park of Commerce Dr. Suite 128 Boca Raton, Florida 33487
David Loring	751 Park of Commerce Dr. Suite 128 Boca Raton, Florida 33487
Shelly Pechter Himmelrich	751 Park of Commerce Dr. Suite 128 Boca Raton, Florida 33487

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CLERK OF DISTRICT COURT
MIDDLESEX COUNTY
FLORIDA**ARTICLE VI
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit or not admit new members as more particularly set forth in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

**ARTICLE VII
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned manager(s) at Boca Raton, Florida on the 7 day of April, 2004.

CP WEST, LLC.

By:

David Loring, Manager

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STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 07 day of April, 2004, by David Perry. He (☒) is personally known to me or (☐) has produced as identification.

NOTARY SEAL

Helene A. Rolfe
Notary Public

My commission expires:



Helene A. Rolfe
My Commission DD184882
Expires March 18, 2007

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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **CP WEST, L.L.C.**

The name of the initial registered agent of the limited liability company is Nancy B. Colman, Baritz & Colman, LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.



Nancy B. Colman, Esq.
BARITZ & COLMAN, LLP.

Date: April 7, 2004

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