

L04000070807

(Requestor's Name)

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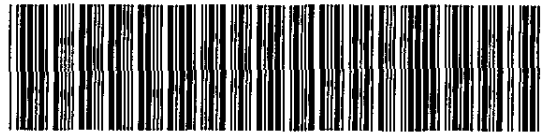
(Business Entity Name)

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2004 SEP 29 PM 2:20  
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

J. BRYAN SEP 29 2004



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 905453 11381A

AUTHORIZATION : *Patricia Piquette*  
COST LIMIT : \$ 155.00

ORDER DATE : September 28, 2004

ORDER TIME : 11:44 AM

ORDER NO. : 905453-010

CUSTOMER NO: 11381A

CUSTOMER: Ms. Lee M. Valenti  
Gary Dytrych & Ryan

Suite 402  
701 U.S. Highway One  
North Palm Beach, FL 33408

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2004 SEP 29 PM 2:20  
CORPORATION'S  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: PALMWOOD, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: \_\_\_\_\_

## ARTICLES OF ORGANIZATION

## FOR

PALMWOOD, LLC.

a Florida Limited Liability Company

FILED  
2004 SEP 29 PM 2:20  
CLERK OF CIRCUIT COURT  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be PALMWOOD, LLC.
2. Duration/Continuation. The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.
3. The mailing address and the street address of the company is 701 U.S. Highway One, Suite 402, North Palm Beach, Florida 33408.
4. Registered Agent and Office. The name and street address of the initial registered agent and office for this company is as follows: Lawrence W. Smith, 701 U.S. Highway One, Suite 402, North Palm Beach, Florida 33408.
5. Admission of Additional Members; and Terms and Conditions of such Admissions. Additional members may be admitted only upon the approval of the majority of the nontransferring members of the Company upon the written application of such new member, in the manner set forth in the Operating Agreement of the Company.
6. Right to Continue Business. Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.
7. Management of Company. The management of the Company is reserved to one or more managers. The names and addresses of the Managers, who shall serve until the first annual meeting of members or until their successor is elected and qualified, is:

NamesAddresses

Thomas S. Tranovich

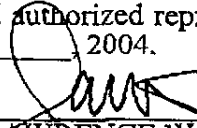
c/o Gary, Dytrych & Ryan, P.A.  
701 U.S. Highway One, Suite 402  
North Palm Beach, FL 33408

8. Operating Agreement of Company. The power to adopt, alter, amend or repeal the Operating Agreement of the limited liability company shall be vested in the member(s). The Operating Agreement adopted by the members may be repealed or altered and/or a new Operating

Agreement may be adopted by the members. Notwithstanding the foregoing, no Operating Agreement is required if the members choose not to adopt an Operating Agreement or choose to repeal an already adopted Operating Agreement.

9. Informal Action of Members. Any action of the members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all members who would be entitled to vote upon such action at a meeting (and filed with the Manager(s) of the Company as part of its records.)

IN WITNESS WHEREOF, the undersigned authorized representative has hereunto set his/her hand and seal this 28 day of SEPT. 2004.

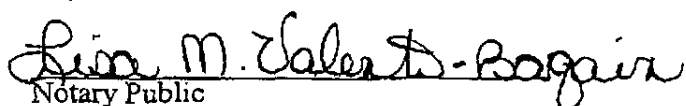
  
LAWRENCE W. SMITH, Authorized  
Representative

STATE OF FLORIDA

COUNTY OF PALM BEACH

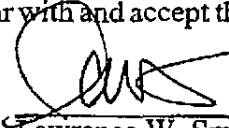
The foregoing instrument was acknowledged before me this 28 day of Sept, 2004, Lawrence W. Smith who is personally known to me or who has produced as identification.



  
Notary Public  
State of Florida

#### REGISTERED AGENT ACCEPTANCE

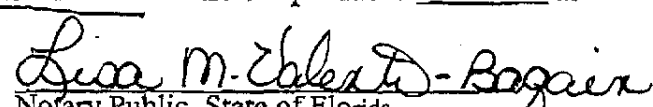
Having been named as Registered Agent and to accept service of process for the above stated limited liability company, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
Lawrence W. Smith

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 28 day of Sept, 2004, by Lawrence W. Smith who is personally known to me or who has produced as identification.

  
Notary Public, State of Florida

