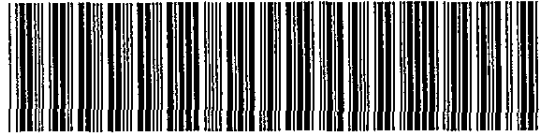


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JK

LAW OFFICES  
**FREEMAN  
MAYNOR  
&  
JONES**

A Professional Limited Liability Company  
Offices in West Palm Beach and Palm Beach Gardens

1400 Centrepark Boulevard  
Suite 950  
West Palm Beach, Florida 33401  
Telephone (561) 471-4900  
Facsimile (561) 471-4939  
E-Mail [dfreemanpa@att.net](mailto:dfreemanpa@att.net)

Donald J. Freeman, P.A.\*  
J. Mark Maynor, P.A.\*\*  
Walter C. Jones, IV, P.A.\*

\*Board Certified Civil Trial Attorney  
\*\*Board Certified in Marital & Family Law

December 17, 2004

VIA FEDERAL EXPRESS

Secretary of State, Registration Section  
DIVISION OF CORPORATIONS  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: **53<sup>rd</sup> STREET ASSOCIATES, LLC**

Gentlemen:

Enclosed you will find an original and one (1) copy of the Articles of Organization of **53<sup>rd</sup> STREET ASSOCIATES, LLC**. I would appreciate it if you would file the original Articles of Organization in your office. After the Articles of Organization have been filed, the copy of the Articles should then be certified. The certified copy of the Articles of Organization should then be mailed to my office.

You will also find enclosed a check in the amount of \$155.00, in payment of the following fees for the company:

Filing Fee	\$100.00
Designation of Registered Agent Fee	25.00
Certified Copy Fee	<u>30.00</u>
<b>TOTAL</b>	<b>\$155.00</b>

Should you have any questions or require additional information, please do not hesitate to contact me.

Very truly yours,

"SIGNED IN MY ABSENCE TO  
AVOID DELAY IN MAILING."

DONALD J. FREEMAN

DJF:lsg  
Encls.

cc: Mr. Vance F. Carpenter (w/encls.)(via Facsimile only)  
Brett G. Wolmer, Esquire (w/encls.)(via Facsimile only)

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**ARTICLES OF ORGANIZATION  
OF  
53<sup>rd</sup> STREET ASSOCIATES, LLC**

**ARTICLE I-NAME**

The Name of the limited liability company is "53<sup>rd</sup> STREET ASSOCIATES, LLC".

**ARTICLE II-DURATION**

The Limited liability company shall exist from the date of the filing of these Articles of Organization with the Department of State until the limited liability company is dissolved in accordance with its Operating Agreement.

**ARTICLE III-PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the limited liability company is 800 North Flagler Drive, West Palm Beach, FL 33401.

**ARTICLE IV-REGISTERED AGENT**

The name and street address of the initial registered agent of the limited liability company is Donald J. Freeman, Esq., FREEMAN, MAYNOR & JONES, 1400 Centrepark Blvd., Suite 950, West Palm Beach, Florida 33401.

**ARTICLE V-ADDITIONAL MEMBERS**

Additional members may be admitted to the limited liability company upon the unanimous agreement of all members of the limited liability company.

**ARTICLE VI-CONTINUATION OF BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of an event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall terminate and the limited liability company shall be dissolved, unless a majority of the remaining members of the

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limited liability company agree to continue the business of the limited liability company.

**ARTICLE VII-MANAGEMENT**

The limited liability company is to be a member managed company. The names and addresses of the managing members of the limited liability company are:

Vance F. Carpenter	1333 West 53 <sup>rd</sup> Street West Palm Beach, FL 33407
Gerard Arsenault	800 North Flagler Drive West Palm Beach, FL 33401
Harry Hamilton	800 North Flagler Drive West Palm Beach, FL 33401
Lee Colee Hamilton	800 North Flagler Drive West Palm Beach, FL 33401

**ARTICLE VIII - PURPOSE**

The business purpose of this professional limited liability company is the ownership and management of Real and Personal Property, and to conduct any lawful business permitted under the laws of the State of Florida.

**ARTICLE VIX - EFFECTIVE DATE**

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization.

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IN WITNESS WHEREOF, the undersigned member of the limited liability company has executed these Articles of Organization this 17<sup>th</sup> day of December, 2004.


  
VANCE F. CARPENTER, Member

STATE OF FLORIDA            )  
  )  
COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me this 17th day of December, 2004, by Vance F. Carpenter, who is either personally known to me or who has produced a Florida drivers license as identification.

  
NOTARY PUBLIC

My Commission Expires:

 Lynda S. Goldman  
Commission # DD270552  
Expires November 30, 2007  
Bonded Troy Fern - Insurance Inc. 800-385-7019

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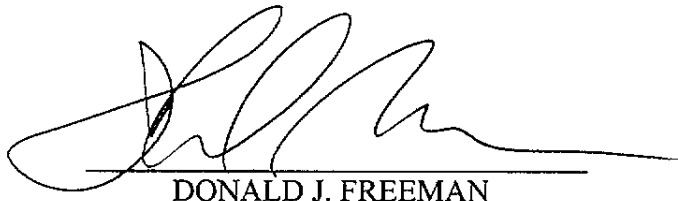
**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, 53<sup>rd</sup> STREET ASSOCIATES, LLC, desiring to organize under the laws of the State of Florida with its principal office as indicated in its Articles of Organization in the City of West Palm Beach, County of Palm Beach, State of Florida, has named DONALD J. FREEMAN, ESQ., whose address is FREEMAN, MAYNOR & JONES, 1400 Centrepark Blvd., Suite 950, West Palm Beach, Florida 33401, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named as the registered agent for the above limited liability company at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: December 17, 2004

  
DONALD J. FREEMAN

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TALLAHASSEE, FLORIDA

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