

# L05000001671

Division of Corporations

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DIVISION OF CORPORATIONS

## LIMITED LIABILITY COMPANY

KV Atrium Partners, LLC

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
KV Atrium Partners, LLC

### Article II. Address

The Company's street and mailing address is:  
KV Atrium Partners, LLC  
18559 S.E. Palm Island Lane  
Jupiter FL 33458

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Peter M. Bernhardt, Esq.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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Andrew J. Von Gustedt | FL Bar Member 148296  
McDonald Hopkins Co., P.A.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401  
561-472-7510

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Article V. Management

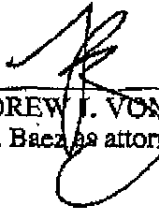
This will be a member-managed company. The name and address of each member is:

KENNETH R. KENNERLY  
18559 S.E. Palm Island Lane Jupiter FL 33458  
RODRIGO A. VERA  
18559 S.E. Palm Island Lane Jupiter FL 33458

Article VI. Company Existence

The Company's existence shall begin effective as of January 4, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on January 5, 2005.

  
\_\_\_\_\_  
ANDREW J. VON GUSTEDT  
by T. Bacz as attorney-in-fact

Andrew J. Von Gustedt | FL Bar Member 148296  
McDonald Hopkins Co., P.A.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401  
561-472-7510

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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

KV Atrium Partners, LLC

REGISTERED AGENT/OFFICE:

Peter M. Bernhardt, Esq.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
PETER M. BERNHARDT, ESQ.  
by T. Baez as attorney-in-fact

Date: January 5, 2005

Andrew J. Von Gustedt | FL Bar Member 148296  
McDonald Hopkins Co., P.A.  
250 Australian Avenue South, Suite 700  
West Palm Beach FL 33401  
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