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*Shelley B. Maurice, P.A.*

SHELLEY B. MAURICE, ESQ.  
MEMBER OF THE FLORIDA BAR AND  
UNITED STATES DISTRICT COURT BAR

BOYNTON OFFICE:  
THE VILLAGE SQUARE  
11076 SOUTH MILITARY TRAIL  
BOYNTON BEACH, FLORIDA 33436

DELRAY OFFICE:  
125 N. SWINTON AVE.  
DELRAY BEACH, FLORIDA 33444

December 29, 2004

TELEPHONE (561) 738-5200  
TELECOPIER (561) 738-5273

Office of Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

REPLY TO:

☒ BOYNTON OFFICE  
☐ DELRAY OFFICE

Re: 1317 Crestwood, LLC  
Articles of Organization  
Our File No. B04-539

Dear Sir or Madame:

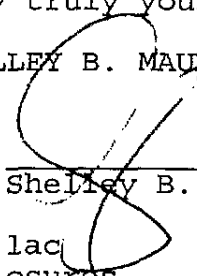
Enclosed are the following:

1. Articles of Organization, in duplicate, for the above-designated corporate entity.
2. Certificate Designating Registered Agent and Acceptance of Registered Agent, in duplicate.
3. Check made payable to the Florida Department of State in the sum of \$125.00, representing the filing fee (\$100.00) and Registered Agent designation (\$25.00).

Your prompt attention in furnishing this office with a conformed copy of the Articles showing the filing information will be greatly appreciated. A self-addressed, stamped envelope is provided herein for your convenience.

Very truly yours,

SHELLEY B. MAURICE, P.A.

By:   
Shelley B. Maurice, Esquire

SBM:lac  
enclosures

# ARTICLES OF ORGANIZATION

OF

1317 Crestwood, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

## ARTICLE 1 - NAME

The name of the limited liability company shall be 1317 Crestwood, LLC ("Company").

## ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 13585 Barberry Drive, Wellington, FL 33414 and the mailing address shall be 13585 Barberry Drive, Wellington FL 33414.

## ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective on January 2, 2005.

## ARTICLE 4 - DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

## ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in a management of rental property, buy, sell and/or trade and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is 13585 Barberry Drive, Wellington, FL 33414. The name and address of the registered agent of this Company is William M. Abraham, 13585 Barberry Drive, Wellington, FL 33414.

#### ARTICLE 7 - MANAGEMENT

The Managers of the Company shall be:

Operating Manager:	William M. Abraham
Secretary:	Marla R. Abraham
Treasurer:	Marla R. Abraham

whose addresses shall be the same as the mailing address of the Company.

#### ARTICLE 8 - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### ARTICLE 9 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or manager, or upon the occurrence of any other event that 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, provided there is at least one remaining member.

#### ARTICLE 10 - MEMBERS

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and

management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member(s) of the Company are:

William M. Abraham  
13585 Barberry Drive  
Wellington FL 33414

#### ARTICLE 11 - INDEMNIFICATION

The Company shall indemnify managers and officers of the Company who were wholly successful, on the merits or otherwise, in the defense of any proceeding to which the manager or officer was a party because the manager or officer is or was a manager or officer of the Company against reasonable attorney fees and expenses incurred by the manager or officer in connection with the proceeding. The Company may indemnify an individual made a party to a proceeding because the individual is or was a manager, officer, employee or agent of the Company against liability if authorized in the specific case after determination, in the manner required by the member(s), that indemnification of the manager, officer, employee or agent, as the case may be, is permissible in the circumstances because the manager, officer, employee or agent has met the standard of conduct set forth by the member(s). The indemnification and advancement of attorney fees and expenses for managers, officers, employees and agents of the Company shall apply when such persons are serving at the Company's request while a manager, officer, employee or agent of the Company, as the case may be, as a manager, officer, partner, trustee, employee or agent of another foreign or domestic Company, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a manager, officer, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a manager, officer, employee or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law. All references in these Articles of Organization are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a manager, officer, employee or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All

references in these Articles of Organization to "manager", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

IN WITNESS WHEREOF, the undersigned Manager has executed these Articles of Organization, this 23 day of December, 2004.

  
\_\_\_\_\_  
WILLIAM M. ABRAHAM, Manager

CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS  
MAY BE SERVED AND THE PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes,  
the following is submitted:

1317 Crestwood, LLC, desiring to organize under the laws of  
the State of Florida with its initial corporate address as  
indicated in the Articles of Organization at 13585 Barberry Drive,  
Wellington, Florida 33414, County of Palm Beach, State of Florida,  
has named William M. Abraham as its registered agent to accept  
service of process within this state, at the initial registered  
office located at 13585 Barberry Drive, Wellington, FL 33414,  
County of Palm Beach, State of Florida.

ACKNOWLEDGMENT AND ACCEPTANCE:

Having been named as the registered agent for the above  
corporation for the purpose of accepting service of process at the  
registered agent's office so designated in this certificate, I  
hereby accept such appointment and acknowledge that I am familiar  
with and accept the obligations and responsibilities of such office  
as provided for in Florida Statutes 607.0505.

  
\_\_\_\_\_  
William M. Abraham, Registered Agent