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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 195169 10559A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 155.00

FILED  
05 FEB -9 AM 7:54  
TALLAHASSEE, FLORIDA

ORDER DATE : February 9, 2005

ORDER TIME : 3:11 PM

ORDER NO. : 195169-005

CUSTOMER NO: 10559A

CUSTOMER: Steve A. Wagner, Esq  
Steven A. Wagner, P.a.

Suite 205  
3275 West Hillsboro Blvd.  
Deerfield Beach, FL 33442

DOMESTIC FILING

NAME: PROPERTIES OF SUNNY FLORIDA,  
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 OF**  
**PROPERTIES OF SUNNY FLORIDA, LLC**  
**A FLORIDA LIMITED LIABILITY COMPANY**

FILED  
05 FEB -9 AM 7:54  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

**ARTICLE I - NAME**

The name of the Company is PROPERTIES OF SUNNY FLORIDA, L.L.C.

**ARTICLE II - DURATION**

The existence of the Company shall commence as of the date these Articles of Organization are filed by the Department of State and shall continue in perpetuity from that date unless earlier dissolved in accordance with the provisions of Article VI herein.

**ARTICLE III - ADDRESS**

The mailing address and street address of the principal office of the Company is 10302 South Federal Highway, Suite 280, Port St. Lucie, Florida 34952.

**ARTICLE IV - INITIAL REGISTERED AGENT**

The name and address of the initial Registered Agent of the Company is STEVEN A. WAGNER, P.A., Jefferson Pilot Financial Center, 3275 West Hillsboro Boulevard, Suite 205, Deerfield Beach, Florida 33442.

**ARTICLE V - ADDITIONAL MEMBERS**

Additional members may be admitted to the Company only upon the unanimous written consent of all of the then existing Members of the Company, which consent may be unreasonably withheld.

**ARTICLE VI - MANAGEMENT**

The management of the Company shall be vested in it's managers which shall consist of one or more individuals duly elected by the Members in the manner set forth in the Regulations of the Company. The name and address of the initial manager who is to serve as manager until the first annual meeting of the Members or until his successors shall have been duly elected and qualified is as follows:

**NAME****ADDRESS**

KAMBAKSH SABOUR, MGR.

3 St. Paul Drive, Worcester, Massachusetts 01602

**ARTICLE VII - REGULATIONS**

The regulation and management of the affairs of the Company shall be governed by the Regulations of the Company. The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members of the Company.

**ARTICLE VIII - AMENDMENTS**

The power to amend these Articles of Organization is reserved in the Members of the Company and any such amendment requires the unanimous written consent of all the Members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 8<sup>th</sup> day of February, 2005.

  
KAMBAKSH SABOUR

STATE OF MASSACHUSETTS )

COUNTY OF Worcester )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared KAMBAKSH SABOUR who has produced a Drivers License as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 8<sup>th</sup> day of Feb, 2005.

(SEAL)

  
NOTARY PUBLIC Signature

STEPHEN J. MOORE  
Name typed or printed

My commission expires:  
Commission Number:

STEPHEN J. MOORE

Notary Public

My Commission Expires July 30, 2010

LOCATION:

RX TIME 02/09 '05 14:09

**CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT OF:  
PROPERTIES OF SUNNY FLORIDA, LLC  
AS DESIGNATED IN ARTICLES OF ORGANIZATION**

Having been named as the Initial Registered Agent to accept service of process for the above stated Limited Liability Company, at the place designated in the Articles of Organization, I am familiar with and agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Date: 2/9/05

Corporation,

STEVEN A. WAGNER, P.A., a Florida  
Registered Agent

By:   
STEVEN A. WAGNER, President