

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000120520 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : ROYAL PALM PROPERTY MANAGEMENT, INC.
Account Number : I20030000010
Phone : (561) 347-6844
Fax Number : (561) 347-6744

LIMITED LIABILITY COMPANY

Blue Coral Holdings, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

RECEIVED

05 MAY 11 AM 7:33

DIVISION OF CORPORATIONS

FILED
05 MAY 11 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

FAX AUDIT NUMBER: H05000120520 3

**BLUE CORAL HOLDINGS, LLC
ARTICLES OF ORGANIZATION**

The undersigned Organizer hereby submits these Articles of Organization (these "Articles") to the Florida Department of State, Division of Corporations, pursuant to Sections 608.405, 608.407, 608.408 and 608.4081, FLA. STAT. (2005), for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act (the "Company").

**Article I
NAME**

The name of the Company shall be "Blue Coral Holdings, LLC."

**Article II
PRINCIPAL OFFICE**

The mailing address and street address of the Company's principal office and place of business shall be located at 1499 West Palmetto Park Road, Suite 200, Boca Raton, Palm Beach County, Florida 33486-3321. The Company may change its principal office from time to time by filing the mailing address and street address of the new principal office with the Florida Department of State, Division of Corporations.

**Article III
INITIAL REGISTERED OFFICE & INITIAL REGISTERED AGENT**

The mailing address and street address of the Company's initial registered office shall be located at 701 West Cypress Creek Road, Suite 302, Fort Lauderdale, Florida 33309, and the name of the Company's initial registered agent at such address shall be Steven R. Amster. Pursuant to Section 608.416, FLA. STAT. (2005), the Company may change its registered office and registered agent from time to time by filing the mailing address and street address of the new registered office and the name of the new registered agent with the Florida Department of State, Division of Corporations.

**Article IV
ORGANIZATION OF COMPANY**

The Company shall be organized pursuant to a written Operating Agreement that shall enumerate the business purposes of the Company, the rights and obligations of the Members, the powers and duties of the Managers, and the fundamental procedures for the conduct of the business and affairs of the Company. The Operating Agreement shall be executed by all of the Members of the Company prior to the commencement of the Company's business activities.

*Articles of Organization
Blue Coral Holdings, LLC*

FAX AUDIT NUMBER: H05000120520 3

FILED
05 MAY 11 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article V
AUTHORITY OF MANAGERS

Pursuant to Sections 608.422(1), (3) and (4), and Section 608.4235(2), FLA. STAT. (2005), the management of the Company shall be vested in one or more Managers, who shall be selected by the Members of the Company in accordance with the Operating Agreement. The Managers shall have the specific powers and authority to take such actions as may be enumerated in the Operating Agreement or as may be authorized in writing from time to time by the Members. Upon receipt of a written request by an interested third party, the Company may issue a certificate stating the names of the current Managers of the Company as evidence of their authority to conduct the business and affairs of the Company and to enter into particular transactions on behalf of the Company.

Article VI
AUTHORITY OF MEMBERS

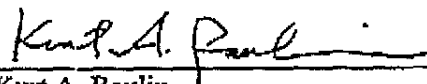
Pursuant to Sections 608.4235(2) and (3), FLA. STAT. (2005), no Member of the Company shall have any authority to bind the Company in any way, for any purpose, including without limitation, the conveyance of real estate on the Company's behalf, merely by virtue of being a Member. The Managers may, from time to time, authorize in writing an identified Member to take certain actions on behalf of the Company. Pursuant to Section 608.407(5), FLA. STAT. (2005), without the previously described written authorization, no third party may rely upon the authority of any Member to conduct the business and affairs of the Company or to enter into any transaction on behalf of the Company.

Article VII
TERM OF EXISTENCE

Pursuant to Section 608.409, FLA. STAT. (2005), the existence of the Company shall commence at the time of the filing of these Articles with the Florida Department of State, Division of Corporations, and shall continue thereafter until such time as the Company may be dissolved pursuant to the Operating Agreement and Section 608.441, FLA. STAT. (2005).

IN WITNESS WHEREOF, the undersigned Organizer, acting as the authorized representative of one of the Members pursuant to Sections 608.407(3) and 608.408(1)(a), FLA. STAT. (2005), has executed these Articles and has filed them with the Florida Department of State, Division of Corporations, to be effective this 11th day of May, 2005.

ORGANIZER:


Kurt A. Raulin
1499 West Palmetto Park Road, Suite 200
Boca Raton, FL 33486-3321
(561) 347-6844, ext. 12

Articles of Organization
Blue Coral Holdings, LLC

FAX AUDIT NUMBER: H05000120520 3

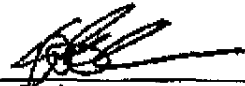
FILED
05 MAY 11 AM 11:06
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

FAX AUDIT NUMBER: H 050001205203

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

Having been named as the Company's initial registered agent pursuant to Article III of the Articles of Organization to accept service of process on behalf of the Company at the registered address identified therein and confirmed below, I hereby execute this certificate as evidence of my acceptance of the Company's appointment of me as its registered agent pursuant to Sections 608.407(1)(c) and 608.415, FLA. STAT. (2005). I agree to comply with the requirements of all provisions of the Florida Statutes relating to the proper and complete performance of my duties as registered agent, and I acknowledge that I am familiar with and hereby accept the obligations of my position as registered agent as provided in Chapter 608, FLA. STAT. (2005).

REGISTERED AGENT:



Steven R. Amster
Kodsi Law Firm, P.A.
701 West Cypress Creek Road, Suite 302
Fort Lauderdale, Florida 33309

FILED
05 MAY 11 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

*Articles of Organization
Blue Coral Holdings, LLC*

FAX AUDIT NUMBER: H 050001205203