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TALLAHASSEE, FLORIDA

J. BRYAN MAY 17 2005

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May 9, 2005

***Via Overnight Mail***

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

**Re: West Atlantic Property Associates, LLC**

Dear Sir/Madam:

Enclosed please find the original Articles of Organization of West Atlantic Property Associates, LLC with attached Affidavit of Membership and Contributions to be filed along with check number 89216 made payable to the Florida Department of State in the amount of \$130.00 that represents payment of the filing fee and fee for Certificate of Service.

If you have any questions, please do not hesitate to contact our office.

Sincerely,



Diane Epstein  
Legal Assistant

/de  
Enc.

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**ARTICLES OF ORGANIZATION  
OF  
WEST ATLANTIC PROPERTY ASSOCIATES, LLC**

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**ARTICLE I**

The name of the limited liability company is WEST ATLANTIC PROPERTY ASSOCIATES, LLC.

**ARTICLE II**

The period of the limited liability company's duration shall be thirty (30) years from the date of the filing of these Articles of Organization with the Department of State.

**ARTICLE III**

The purpose for which this limited liability company is organized is to operate and manage property and real estate holdings.

**ARTICLE IV**

The address of this limited liability company in the state is:

7301A W Palmetto Park Rd Ste 100C Boca Raton, FL 33433-3403.

The name and address of the initial registered agent is:

Robert S. Weinroth 7301A W Palmetto Park Rd Ste 100C Boca Raton FL 33433-3403

**ARTICLE V**

The total amount of cash is \$1,000.00, and there is no other property being contributed to the limited liability company. The contribution of each member is as follows:

<u>Member</u>	<u>Cash Contribution</u>	<u>Pro-Rata Share</u>
Robert S. Weinroth	\$500.00	50.0%
Pamela Yaffe Weinroth	\$250.00	25.0%
Lorne S. Yaffe	\$250.00	25.0%
<b>TOTAL</b>	<b>\$1,000.00</b>	<b>100.0%</b>

**ARTICLE VI**

There may be additional contributions to be made by the members.

**ARTICLE VII**

The members shall maintain the right to admit additional members.

### ARTICLE VIII

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event, which terminates the continued membership of a member in the limited liability company, the remaining members may continue the business of the limited liability company provided the unanimous consent of the remaining members is secured.

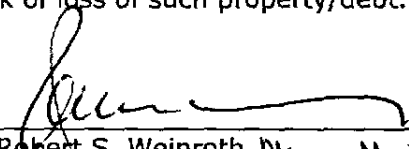
### ARTICLE IX

The management of the limited liability company is reserved to the initial members. The names and addresses of the members are:

<u>Name</u>	<u>Address</u>
Robert S. Weinroth	7301A W Palmetto Park Rd Ste 100C Boca Raton, FL 33433-3403
Pamela Yaffe Weinroth	7301A W Palmetto Park Rd Ste 100C Boca Raton, FL 33433-3403
Lorne S. Yaffe	7301A W Palmetto Park Rd Ste 100C Boca Raton, FL 33433-3403

### ARTICLE X

Notwithstanding any other provision of these Articles or the Operating Agreement and for federal income tax purposes, a member's share of income, gain, loss, deduction, or credit shall be determined in accordance with the Company property/liabilities guaranteed or funded by one or more Members therefore allowing for the allocation to the Member or Members that bear the economic risk of loss of such property/debt.

  
Robert S. Weinroth, *Managing Member* / *Registered Agent* Date 20 APR 05  
7301A W Palmetto Pk Rd Ste 100C  
Boca Raton, FL 33433-3403

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