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Florida Department of State

Division of Corporations

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

BLUE HERON PLAZA, LLC

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
BLUE HERON PLAZA, LLC
(A Limited Liability Company)**

ARTICLE I - NAME

The name of the Limited Liability Company ("Company") is: **BLUE HERON PLAZA, LLC.**

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

**BLUE HERON PLAZA, LLC
c/o Kirk A. Von Stein
2770 Indian River Boulevard
Suite 312
Vero Beach, Florida 32960-4299**

ARTICLE III - DURATION

This Limited Liability Company shall have a duration of seventy-five (75) years from the date of filing of these Articles of Organization with the Florida Department of State; however, the duration can be extended by agreement from the Members.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The name of the Company's initial registered agent in Florida is MALCOLM H. FROMBERG, ESQ. The address of the registered agent's office in Florida is: 2 Grove Isle Drive, PH-1, Coconut Grove, Florida 33133.

ARTICLE V - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as amended from time to time.

ARTICLE VI - MANAGEMENT

The Company is a Manager - managed company. The Company is to be managed by one or more Managers, whose identities and terms of office shall be set forth in the

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Written Operating Agreement of the Limited Liability Company. The initial Members shall be MALCOLM H. FROMBERG, Trustee; DOREE FROMBERG, Trustee; LYNN W. FROMBERG, Trustee; and KIRK VON STEIN, but this may be changed in accordance with the Operating Agreement.

ARTICLE VII
WRITTEN OPERATING AGREEMENT

Any Operating Agreement entered into by the Members of the Limited Liability Company and any amendments or restatements thereof shall be in writing. No oral agreements among any of the Members or Managers of the Limited Liability Company shall be deemed or construed to constitute any portion or otherwise affect the interpretation of, any written Operating Agreement of the Limited Liability Company, as amended and in existence from time to time.

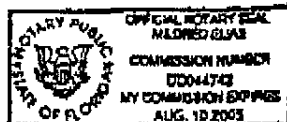
IN WITNESS WHEREOF, we have executed these Articles of Organization on this

15th day of June, 2005.


MALCOLM H. FROMBERG, Member

STATE OF FLORIDA)
 :ss
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 15th day of June, 2005, by MALCOLM H. FROMBERG, to me personally known or who has produced _____ as identification.




NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION EXPIRES:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, MALCOLM H. FROMBERG, whose address is 2 Grove Isle Drive,

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PH-1, Coconut Grove, Florida 33133, hereby accepts the appointment as Registered Agent of BLUE HERON PLAZA, LLC, as contained in the foregoing Articles of Organization.

Dated this 15th day of June, 2005.

By: 
MALCOLM H. FROMBERG

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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