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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Palm Bay Venture I, L.L.C.
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Donald J. Doody, Esquire
(Name of Person)

Goren, Cherof, Doody, & Ezrol, P.A.
(Firm/Company)

3099 E. Commercial Blvd., Suite 200
(Address)

Fort Lauderdale, Florida 33308
(City/State and Zip Code)

For further information concerning this matter, please call:

Donald J. Doody, Esquire at (954) 771-4500
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☒ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32311

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CLERK OF STATE

**ARTICLES OF ORGANIZATION
OF
PALM BAY VENTURE I, L.L.C.**

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

**ARTICLE I
NAME**

The name of the limited liability company shall be Palm Bay Venture I, L.L.C. ("Company"). The principal place of business of the Company in Florida shall be 5300 North Federal Highway, Fort Lauderdale, Florida 33308-3200.

**ARTICLE II
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate no later than fifty (50) years from commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE III
PURPOSES AND POWERS**

The general purpose for which the Company is organized is 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 IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Donald J. Doody, Esquire, 3099 East Commercial Boulevard, #200, Fort Lauderdale, Florida 33308.

**ARTICLE V
CAPITAL CONTRIBUTIONS**

The member of the Company shall contribute to the capital of the Company the cash and property set forth as follows:

<u>NAME</u>	<u>CAPITAL CONTRIBUTION</u>
Fredric C. Stein	\$125,000
Randall A. Rauch	\$100,000

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**ARTICLE VI
ADDITIONAL CAPITAL CONTRIBUTIONS**

A member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulations adopted by the member.

**ARTICLE VII
ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. 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 members 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 VIII
TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)**

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 of the Company.

**ARTICLE IX
MANAGEMENT (MANAGEMENT BY MEMBER)**

The Company shall be managed by the members in accordance with regulations adopted by the members 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 names and addresses of the members of the Company are:

NAME

ADDRESS

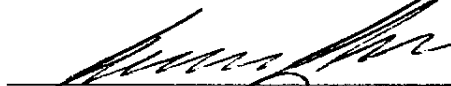
Fredric C. Stein

124 Bradley Ave., White Plains, NY 10607

Randall A. Rauch

5300 N. Federal Highway, Ft. Lauderdale,
FL 33308-3200

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at 5300 North Federal Hwy., Fort Lauderdale, Florida for the foregoing uses and purposes this 23 day of June, 2005.


Fredric C. Stein


Randall A. Rauch

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)

)SS:

COUNTY OF Broward)

The foregoing instrument was acknowledged before me this 9th day of June, 2005, by Randall A. Rauch, who is personally known to me or who has produced _____ as identification.



Susan Hrotko
My Commission DD257842
Expires October 12, 2007

NOTARY PUBLIC

Print: Susan Hrotko

MY COMMISSION EXPIRES:

FLORIDA
STATE OF NEW YORK)
)SS:
COUNTY OF Broward)

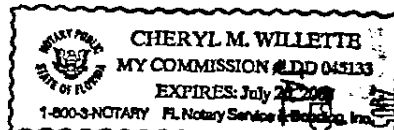
The foregoing instrument was acknowledged before me this 13 day of JUNE, 2005, by Fredric C. Stein, who is personally known to me or who has produced _____ as identification.

NOTARY PUBLIC

Print: CHERYL M. WILLETTE

MY COMMISSION EXPIRES:

7/26/2005



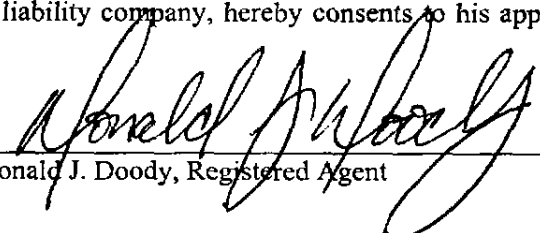
NOTARY OF STATE
HASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Palm Bay Venture I, L.L.C., as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.


Donald J. Doody, Registered Agent

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TALLAHASSEE, FLORIDA