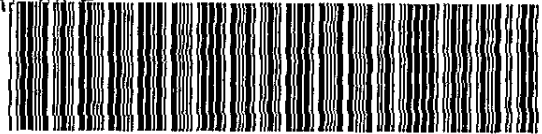


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2005 JUL 18 P 12:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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TELEPHONE: 561-655-6303

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2005 JUL 18 P 12: 28
FAX: 561-366-5180

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 14, 2005

VIA FIRST CLASS U.S. MAIL

MAGGIE C. VINAJERAS
PHONE: 561-366-5138
FAX: 561-838-9243
E-MAIL: Maggie_Vinajeras@
floridacrystals.com

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Atlantic Capital - St. Johns Estates LLC

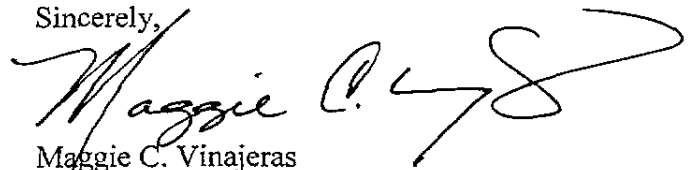
Dear Sir or Madam:

Enclosed for filing are Articles of Organization for the captioned proposed Florida limited liability company.

Also, enclosed is a check in the amount of \$125.00 representing payment of the filing fee for the Articles of Organization (\$100.00) and the registered agent fee (\$25.00).

Please acknowledge the filing of the Articles of Organization by placing your "FILED" stamp on the enclosed duplicate original of the Articles of Organization and returning the same to me. I have enclosed a self-addressed stamped return envelope for your convenience.

Sincerely,



Maggie C. Vinajeras
Paralegal

ATLANTIC CAPITAL - ST. JOHNS ESTATES LLC

FILED

Articles of Organization

2005 JUL 18 P 12: 28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned authorized representative of a member subscribes to and files these Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act.

Article I

Name. The name of the limited liability company (the "Company") is:

Atlantic Capital - St. Johns Estates LLC

Article II

Address. The mailing address and street address of the principal office of the Company is:

One North Clematis Street, Suite 200
West Palm Beach, Florida 33401

Article III

Registered Agent and Registered Office. The name and the Florida street address of the initial registered agent of the Company are:

Armando A. Tabernilla
One North Clematis Street, Suite 200
West Palm Beach, Florida 33401

Article IV

Management. The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

Executed this 11th day of July 2005.



Armando A. Tabernilla,
Authorized Representative of a Member
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

ATLANTIC CAPITAL - ST. JOHNS ESTATES LLC **FILED**

Statement of Acceptance of Appointment as Registered Agent

2005 JUL 18 P 12: 28

Having been named as the initial registered agent and to accept service of process for Atlantic Capital - St. Johns Estates LLC at One North Clematis Street, Suite 200, West Palm Beach, Florida 33401, I hereby accept such appointment as the initial registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Executed this 11th day of July 2005.


Armando A. Tabernilla

ATLANTIC CAPITAL - ST. JOHNS ESTATES LLC **FILED**

Articles of Organization

2005 JUL 18 P 12: 28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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