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LAW OFFICES  
**ARNSTEIN & LEHR LLP**

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Steven L. Daniels  
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HOFFMAN ESTATES, ILLINOIS  
MILWAUKEE, WISCONSIN  
MEMBER OF INTERNATIONAL  
LAWYERS NETWORK

July 19, 2005

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: 3300 So. Congress Ave., LLC

Dear Sir/Madam:

Enclosed for filing with the State is the original and one copy of Articles of Organization for the above-referenced company, and a check in the amount of \$155.00 representing the filing fee, the registered agent fee and the cost of a certified copy of the Articles. Please return the filed certified copy of the Articles to the undersigned in the return Federal Express envelope provided herein.

If you have any questions or if you require any additional information, please do not hesitate to contact me.

Very truly yours,

*Steven L. Daniels*

Steven L. Daniels

Signed in my absence  
to avoid delay

SLD/dk  
Enclosures

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## **ARTICLES OF ORGANIZATION**

**OF**

### **3300 SO. CONGRESS AVE., LLC**

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

#### **ARTICLE I -- NAME**

The name of the limited liability company shall be 3300 SO. CONGRESS AVE., LLC ("Company").

#### **ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the Company shall be:

c/o Nicholas A. Solimine, Jr.  
22932 Ironwedge Drive  
Boca Raton, FL 33433

#### **ARTICLE III -- 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 be perpetual unless the company is earlier dissolved as provided in these Articles of Organization or the Regulations of the Company.

#### **ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the Registered Agent of the Company in the State of Florida is:

Steven L. Daniels, Esquire  
Arnstein & Lehr LLP  
2424 North Federal Highway, Suite 462  
Boca Raton, FL 33431

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## **ARTICLE V -- CAPITAL CONTRIBUTIONS AND OWNERSHIP UNITS**

Each Member shall receive the number of ownership units as set forth in Exhibit "A" attached hereto. Each Member will retain that number of ownership units regardless of future capital contributions or withdrawals from the Company unless the issuance of additional units or the cancellation of units shall be agreed by all Members.

## **ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each Member shall make additional capital contributions to the Company only on the unanimous consent of all the Members.

## **ARTICLE VII -- ADMISSION OF NEW MEMBERS**

No additional Member shall be admitted to the Company except with the written consent of the Manager and on such terms and conditions as shall be determined by the Manager which shall not be unreasonably withheld. A Member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company.

## **ARTICLE VIII -- TERMINATION OF EXISTENCE**

The Company shall be dissolved on the death, bankruptcy, or dissolution of all Members or on the occurrence of any other event that terminates the continued membership of a Member in the Company, unless the business of the Company is continued by the consent of all the remaining Members, provided there is at least one remaining Member.

## **ARTICLE IX -- MANAGEMENT**

The Company shall be managed by the Managing Member in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement may contain provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and address of the Managing Member of the Company is:

Nicholas A. Solimine, Jr.  
22932 Ironwedge Drive  
Boca Raton, FL 33433

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The amendment of these Articles of Organization shall require the unanimous approval of the Members.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Boca Raton, Florida, on this 6<sup>th</sup> day of June, 2005.

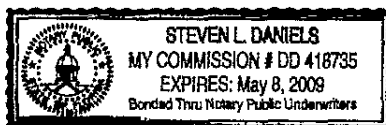
3300 SO. CONGRESS AVE., LLC,  
a Florida limited liability company

By: [Signature]  
Nicholas A. Solimine, Jr., Managing Member

STATE OF FLORIDA                     )  
  )  
COUNTY OF PALM BEACH         )

I hereby certify that a true and correct copy of the foregoing was acknowledged before me this 6 day of June, 2005 by Nicholas A. Solimine, Jr., as Managing Member of 3300 SO. CONGRESS AVE., LLC, a Florida limited liability company, on behalf of the company, who is personally known to me or has produced \_\_\_\_\_ as identification.

[Signature]  
Notary Public Steve Daniels  
Commission No: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Florida Statutes the following is submitted:

First -- 3300 SO. CONGRESS AVE., LLC has named Steven L. Daniels, who is located at Arnstein & Lehr LLP, 2424 North Federal Highway, Suite 462, City of Boca Raton, County of Palm Beach, State of Florida, 33431, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated limited liability company at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: \_\_\_\_\_

Steven L. Daniels

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**EXHIBIT A**

**MEMBER and ADDRESS:**

**UNITS:**

Nicholas A. Solimine, Jr.  
22932 Ironwedge Drive  
Boca Raton, FL 33433

130,000

Maryann Doyle  
704 N.E. 2<sup>nd</sup> Street  
Pompano Beach, FL 33060

130,000

Rocco Romanelli Revocable Trust  
Dated November 27, 1991  
111 Olivera Way  
Palm Beach Gardens, FL 33418

500,000

Nathan Blumiberg  
14 Thatch Pond Road  
Smithtown, NY 11787

150,000

Springfield Investments LLC  
7411 Sedona Way  
Delray Beach, FL 33446

150,000

Pensco Trust Company Custodial  
Account for Peter M. Schosheim  
IRA Rollover  
450 Sansome Street, 14<sup>th</sup> Floor  
San Francisco, CA 94111

50,000

Jerome Swartz  
199 Oldfield Road  
East Setauket, NY 11790

200,000

Carlo Gretter  
3301 Harrington drive  
Boca Raton, FL 33496

50,000

**TOTAL**

**1,360,000**

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