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DIVILIBRIE CORPORATION



Attorneys at Law

Telephone: 561.353.3880 Telefax: 561.353.0643

Lawrence J. Miller, Esq. Holly M. O'Neill, Esq.* Stacy L. Magruder, Esq.* Jami L. Huber, Esq. Yoshimi O. Whalen, Esq.

Jan C. Katynski, Paralegal Andrea S. Werle, Paralegal Tiffany A. Child, Paralegal

*LL.M. in Taxation

August 18, 2005

Via FedEx

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32301

Re: St. Andrews 424, LLC

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization and Acceptance of Registered Agent, for the above-referenced limited liability company, together with a check in the amount of \$125.00 for the filing fee.

Please stamp the enclosed copy and return it to us, together with the filing receipt, in the enclosed Federal Express envelope.

Very truly yours,

MILLER & O'NEILL, P.L.

Stacy I. Magruder, Esq.

SLM:1sd Enclosures

File: 00132330.

ARTICLES OF ORGANIZATION OF ST. ANDREWS 424, LLC

Ma No 19 PA 2:

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608.407, hereby make, acknowledge, and file the following Articles of Organization for ST. ANDREWS 424, LLC.

- 1. The name of the Limited Liability Company shall be ST. ANDREWS 424, LLC (the "Company").
- 2. The mailing address and the street address of the principal office of the Company shall be 16920 Silver Oak Circle, Delray Beach, Florida 33445.
- 3. The name and street address of the initial registered agent of the Company for service of process in the State of Florida is: Miller & O'Neill, P.L., 2300 Glades Road, Suite 400 East, Boca Raton, Florida 33431.
- 4. The Company shall initially be managed by its members however the members reserve the right in their Operating Agreement to require the Company to be manager-managed.
- 5. The purpose of the Company is to engage in any activity or business permitted under the laws of the United States or of the State of Florida.
- 6. The effective date of the Company's existence pursuant to Florida Statutes shall be August 18, 2005, provided such date is within five (5) business days prior to the date of filing. Executed and subscribed at Boca Raton, Florida on August 18, 2005.

Signature of a member or an authorized Representative of a member

Print Name: Ronald S. Ellish, Member

ACCEPTANCE OF REGISTERED AGENT

Miller & O'Neill, P.L., hereby accepts the above appointment as registered agent of St.

Andrews 424, LLC and acknowledges that it is familiar with the obligations of that position.

Miller & O'Neill, P.L.

awrence J. Miller, Principal

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DINNEY OF CORPORATION