

605000082847

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000199324 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : GARY R. SASLAW, P.A.
Account Number : 073227003306
Phone : (305) 682-0200
Fax Number : (305) 682-1800

FILED
2005 AUG 19 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

SK West Palm Beach, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

RECEIVED
05 AUG 22 PM 1:14
DIVISION OF CORPORATION

Electronic Filing Menu

Corporate Filing

Public Access Help

605-82847
OR

LAW OFFICES
GARY R. SASLAW, P.A.
20801 BISCAYNE BOULEVARD, SUITE 304
AVENTURA, FLORIDA 33180-1422

Gary R. Saslaw
Of Counsel
William J. Segal

(305) 682-0200
Fax (305) 682-1800
e-mail: grs@grspa.com

TELECOPIER TRANSMITTAL

DATE: August 22, 2005
TO: Florida Department Of State CLIENT: SK West Palm Beach, LLC
FAX NUMBER: 850-205-0383 CONFIRMATION NUMBER: 850-245-6051
FROM: Cynthia Lam, Legal Assistant to Gary R. Saslaw, Esq.
TOTAL NUMBER OF PAGES (INCLUDING COVER SHEET): 5
COMMENTS: Pursuant to my conversation with your office, attached
please find a copy of my confirmation sheet along with the
Electronic Filing Cover Sheet and Articles of Organization that I
faxed to your office on Friday morning. If you need additional
information, please let me know. Thank you.

RECIPIENT: If there were any problems with
receipt of the fax or if you have
not received all pages, please call
(305) 682-0200.

CONFIRMED BY: _____

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS ATTORNEY-PRIVILEGED AND
CONFIDENTIAL INFORMATION INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED
ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY
NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS COMMUNICATION IS STRICTLY
PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE IMMEDIATE NOTIFY
US BY TELEPHONE AND RETURN THE FAX TO US BY MAIL. THANK YOU.

08/19/2005 10:13 FAX 3056821800

LAW OFFICES

001

*** TX REPORT ***

TRANSMISSION OK

TX/RX NO	2507
RECIPIENT ADDRESS	18502050563ppp222
DESTINATION ID	
ST. TIME	08/19 10:11
TIME USE	02'09
PAGES SENT	4
RESULT	OK

FILED

2005 AUG 19 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H05000199324 3

ARTICLES OF ORGANIZATION

OF

SK WEST PALM BEACH, L.L.C.

(A FLORIDA LIMITED LIABILITY COMPANY)

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

ARTICLE 1

Name

The name of the limited liability company is **SK WEST PALM BEACH, L.L.C.** (the "Company").

ARTICLE 2

Principal Office

The initial mailing address and street address of the principal office of the Company is: 9160 West State Road 84, Davie, Florida 33324.

ARTICLE 3

Duration

The duration of the Company shall begin with the date of filing of Articles of Organization with the Secretary of State of the State of Florida, and shall be perpetual, or until the Company is sooner terminated in accordance with the terms of these Articles of Organization, the Company's Operating Agreement, or as otherwise provided by law.

ARTICLE 4

Purpose

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company

H05000199324 3

FILED
2005 JUN 19 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE 5

Members

The Company shall have at least one member and may admit additional members as provided in the Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms (the "Operating Agreement"). The members shall be designed as "Class A" or "Class B" members. The rights, preferences and limitations with respect to each class of member shall be as set forth in the Operating Agreement.

ARTICLE 6

Management

This Company will be managed by two or more managers (each, individually, a "Manager", and collectively, the "Board of Managers") appointed by the Class A Members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The Board of Managers may designate individual Managers as the president, secretary, and treasurer of the Company, and may also designate individual Managers as vice presidents, assistant secretaries, and assistant treasurers, and shall offices shall have the authority normally associated with these positions under corporate law, or as designated by the Board of Managers.

ARTICLE 7

Capital Contributions

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement.

ARTICLE 8

Members Rights to Continue Business

In the event of the resignation, expulsion, bankruptcy, or dissolution of a member of the Company, or the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall continue in existence and the remaining members may continue the business of the Company unless the majority-in-interest of the then remaining members consent in writing to the dissolution of the Company.

2005 AUG 19 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H05000199324 3

ARTICLE 9

Indemnification

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

ARTICLE 10

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 20801 Biscayne Blvd., Suite 304, Aventura, Florida 33180-1422 and the name of the initial registered agent of this Corporation at that address is Gary R. Saslaw.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 18 day of August, 2005.

DORFCO, INC., a Florida corporation,
Incorporator/Subscriber

By: 
Andrew Dorfman, President

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as 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.

Dated: August 18, 2005.


GARY R. SASLAW, Registered Agent

FILED
AUG 19 AM 9:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

H05000199324 3