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From:
Account Name : EDWARDS & ANGELL
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SECRETARY OF STATE
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

HUDSON AVENUE, LLC

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

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ARTICLES OF ORGANIZATION

OF

HUDSON AVENUE, LLC

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the limited liability company is Hudson Avenue, LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the limited liability company is 1023 Boca Cove Lane, Highland Beach, Florida 33487-4242.

The street address of the initial registered office of the limited liability company is in the County of Palm Beach, State of Florida, at the address of Edwards Angell Palmer & Dodge LLP, One North Clematis Street, Suite 400, West Palm Beach, Florida 33401, and the name of the initial registered agent of the limited liability company at that address is Angell Corporate Services, Inc.

ARTICLE III. INDEMNIFICATION

No Member or Manager of the Company shall be subject in such capacity to any personal liability whatsoever to any person or entity in connection with the assets, acts, obligations or affairs of the Company. The Company shall indemnify and hold each Member and the Manager (an "Indemnified Person") harmless from and against all claims and liabilities to which such Indemnified Person may become subject by reason of his being or having been a Member or the Manager, and shall reimburse such Indemnified Person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability. The rights accruing to an Indemnified Person shall not exclude any other right to which such Indemnified Person may be lawfully entitled nor shall anything herein contained restrict the right of the Company to indemnify or reimburse an Indemnified Person in any appropriate situation even though not specifically provided herein. The foregoing obligation to indemnify the Manager shall not, under any circumstances extend to actions taken by the Manager beyond its authority in such capacity, or actions taken by the Manager or any Member involving fraud or gross negligence.

CLERK OF STATE
PALM BEACH, FLORIDA

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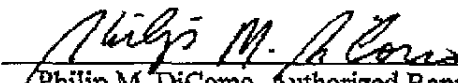
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ARTICLE IV. TERM OF EXISTENCE

This limited liability company is to exist perpetually.


Philip M. DiComo, Authorized Representative of a Member
Signature of a member or 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.)

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY
COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. The name of the limited liability company is Hudson Avenue, LLC.
2. The name and address of the registered agent and office is:

Angell Corporate Services, Inc.
c/o Edwards Angell Palmer & Dodge LLP
One North Clematis Street, Suite 400
West Palm Beach, FL 33401

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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, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

ANGELL CORPORATE SERVICES, INC.


Dana T. Pickard, Vice President

November 10, 2005

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