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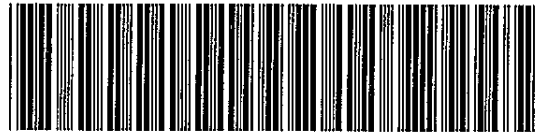
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TALLAHASSEE, FLORIDA
STATE OF FLORIDA

10/18/05--01031--024 **155.00

W05-48387
J. BRYAN OCT 24 2005

J. BRYAN NOV 30 2005

STUART B. KLEIN, P.A.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

October 17, 2005

Via Federal Express

Department of State
Division of Corporations
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Articles of Organization
OCEAN'S EDGE UNIT NO. 402, LLC

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above named proposed Florida corporation, along with the Designation of Registered Agent and our check in the amount of \$155.00 representing payment of the following:

Filing Fee	\$100.00
Filing Fee for Registered Agent	\$ 25.00
Certified Copy of Record	\$ 30.00

Please return the certified document to this office in the enclosed pre-addressed stamped envelope.

Sincerely,



STUART B. KLEIN, ESQ.

SBK:lgt
Encs.

cc: Joseph Amato



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 24, 2005

STUART B. KLEIN, ESQ.
STUART B. KLEIN, P.A.
2801 PGA BOULEVARD, SUITE 110
PALM BEACH GARDENS, FL 33410

SUBJECT: OCEAN'S EDGE UNIT NO. 402, LLC
Ref. Number: W05000048387

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TALLAHASSEE, FLORIDA

We have received your document for OCEAN'S EDGE UNIT NO. 402, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 705A00064379

**ARTICLES OF ORGANIZATION OF
OCEAN'S EDGE UNIT NO.402, LLC**

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

ARTICLE I -- NAME

The name of the limited liability company shall be OCEAN'S EDGE UNIT NO.402, LLC.

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be in the care of Stuart B. Klein, P.A., 2801 PGA Boulevard, Suite 110, Palm Beach Gardens, Florida 33410.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by 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 operating agreement.

ARTICLE IV -- PURPOSE

The purposes for which this company is organized is to engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or and other state, county, territory or nation.

ARTICLE V -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

Stuart B. Klein
2801 PGA Boulevard, Suite 110
Palm Beach Gardens, FL 33410
Telephone: (561) 478-1566

ARTICLE VI -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company with the unanimous consent of members of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII --TERMINATION OF EXISTENCE

The company shall be dissolved on the occurrence of any dissolution event set forth in the Florida

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PALM BEACH COUNTY, FLORIDA

Limited Liability Company Act, Florida Statutes, Chapter 608, or at such time as specified in the operating agreement.

ARTICLE VIII -- MANAGEMENT

The company shall be member-managed in accordance with their respective percentage of ownership in the company. The members may agree to the arrangement for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

The name and address of the initial organizer of the company is:

Joe Amato
One Amato Drive
Moosic, Pennsylvania 18507

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CLERK OF SUPERIOR COURT

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization in Palm Beach County, Florida, on this 6th day of ~~June~~ Oct., 2005

Joe Amato
JOE AMATO

STATE OF ~~FLORIDA~~ Pennsylvania
COUNTY OF ~~WEST PALM BEACH~~ LUZERNE

SWORN TO AND SUBSCRIBED before me, a Notary Public in and for said county and state, this the 6 day of ~~June~~ October, 2005, Joe Amato, who is personally known to me or has produced as identification.

Michele L. Kenney
Notary Public

Name: Michele L. Kenney

My commission expires: 04.04.2009

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of , as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees 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 his duties, and is familiar with and accept the obligations of the position of registered agent.



Stuart B. Klein
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Palm Beach Gardens, FL 33410
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