

Apr, 28, 2006 11:16AM

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Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

SOUTHSTAR DEVELOPMENT WEST PALM BEACH LLC

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Florida Dept of State



April 28, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BARRITZ & COLMAN LLP

SUBJECT: SOUTHSTAR DEVELOPMENT WEST PALM BEACH L.L.C.
REF: W06000019894

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and resubmit the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of a "Supplemental Affidavit." Therefore, the enclosed document has not been filed and is being returned to you.

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) 245-6958.

Lee Rivers
Document Specialist

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**ARTICLES OF ORGANIZATION OF
SOUTHSTAR DEVELOPMENT WEST PALM BEACH L.L.C.**

The undersigned manager hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be **SOUTHSTAR DEVELOPMENT WEST PALM BEACH L.L.C.** (the "Company").

**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be 751 Park of Commerce Drive, Suite 128, Boca Raton, FL 33487.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Nancy B. Colman, Esq., Baritz & Colman LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, FL 33432.

**ARTICLE IV
DURATION**

This Company shall have perpetual existence, unless sooner dissolved in manner provided by law, as herein set forth or as provided in the Operating Agreement adopted by the members.

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ARTICLE V MANAGEMENT

The Company will be managed by Managers in accordance with the Company's Operating Agreement. The name and address of the managing members are as follows:

NAME	ADDRESS
MARTIN PECHTER	751 Park of Commerce Drive, Suite 128 Boca Raton FL 33487
JACK PECHTER	751 Park of Commerce Drive, Suite 128 Boca Raton FL 33487

ARTICLE VI RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit or not admit new members as more particularly set forth in the Operating Agreement, and otherwise complying with agreeing to the terms and provisions of the Operating Agreement.

ARTICLE VII MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned manager at Boca Raton, Florida on the 27th day of April 2006.

Southstar Development West Palm Beach LLC

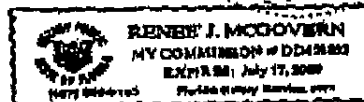
By: [Signature]
Martin Pechter, Manager

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27th day of April 2006, by Martin Pechter, Manager. He is personally known to me or () has produced as identification.

NOTARY SEAL

[Signature]
Notary Public
My commission expires:



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**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

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

The name of the limited liability company is **SOUTHSTAR DEVELOPMENT WEST PALM BEACH L.L.C.**

The name of the initial registered agent of the limited liability company is Nancy B. Colman, Esq., Baritz & Colman LLP, 150 E. Palmetto Park Road, Suite 750, Boca Raton, Florida 33432.

REGISTERED AGENT ACCEPTANCE

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 that 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.

Nancy B. Colman
Nancy B. Colman

Date: April 27, 2006

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