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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Professional Centre Phase II, L.L.C.

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**ARTICLES OF ORGANIZATION
OF
PROFESSIONAL CENTRE PHASE II, L.L.C.**

ARTICLE I

Name. The name of the limited liability company ("Company") is PROFESSIONAL CENTRE PHASE II, L.L.C.

ARTICLE II

Address. The mailing and street address of the Company's principal office is 8479 South Federal Highway, Port St. Lucie, Florida 34952.

ARTICLE III

Duration. The period of duration for the Company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Purpose of Company: The Company shall be a single-purpose entity. The purpose of the Company under these Articles of Organization shall be to purchase and develop the real property known as Phase II of PSL Professional Centre, a Condominium, Port St. Lucie, St. Lucie County, Florida, and to construct improvements thereon. The Company shall not engage any other business unless this purposes clause is amended with the unanimous consent of the members of the Company.

ARTICLE V

Registered Agent and Office. The name of Company's initial registered agent in Florida is: Lawrence E. Crary III. The address of Company's registered office in Florida is: 555 Colorado Avenue, Stuart, Florida 34994.

Prepared by:
Lawrence E. Crary III, Esquire
555 Colorado Avenue
Stuart, Florida 34994
(772) 287-2600
Fla. Bar No.: 250414

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ARTICLE V I

Management. The Company is to be managed by its Members.

ARTICLE VII

Admission of New Members. The Members of the Company have the right to admit new members. Additional members may be admitted only on the majority consent and approval of the Members of the Company, and the existing Members shall determine the amount and nature of contributions to be made by new members at the time the new members are admitted.

ARTICLE VIII

Continuation of Business. The remaining members of the Company have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business of the Company may be continued only on the written consent of a majority of the remaining members.

ARTICLE IX

Amendment of Articles. These Articles of Organization shall be amended as follows: every proposed amendment to these Articles of Organization shall require the approval of a majority of the Members at a Members' meeting duly called and held; alternatively, a majority of the Members may sign a written statement adopting the proposed Amendment to these Articles of Organization.

ARTICLE X

Operating Agreement. The Operating Agreement of the Company shall be made, altered or rescinded by a majority vote of the Members of the Company at a meeting of the Members; alternatively, all of the Members may sign a written statement adopting the proposed Operating Agreement or changes thereto.

ARTICLE XI

Preemptive Rights. The Members of the Company shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Members, such membership interests as may be issued for money, or any property or services from time to time, in addition to the present memberships. The preemptive right of any Member is determined by the ratio of the membership interest held by a Member to all membership interests currently outstanding.

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ARTICLE XII

Initial Members. The names and addresses of the initial members of the Company, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Zsolt G. Kereszti	8479 South Federal Highway Port St. Lucie, Florida 34952
Ravi Mehan	8483 South Federal Highway Port St. Lucie, Florida 34952

ARTICLE XIII

Organizing Member. The name and address of the initial organizing member, who is a member of the Company, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Zsolt G. Kereszti	8479 South Federal Highway Port St. Lucie, Florida 34952

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this 13th day of June, 2006.

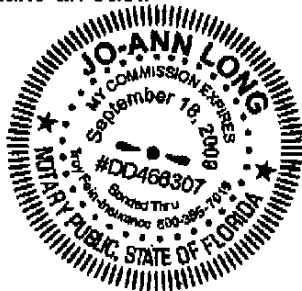
Zsolt G. Kereszti
Zsolt G. Kereszti

STATE OF FLORIDA

COUNTY OF St. Lucie

The foregoing instrument was acknowledged before me this 13th day of June, 2006, by ZSOLT G. KERESZTI. He (please check one of the following) ☒ is personally known to me or ☐ he has produced _____ as identification, and he (please check one of the following) ☐ did or ☒ did not take an oath.

(SEAL)



Jo-Ann Long
NOTARY PUBLIC
Print Name: Jo-Ann Long
My Commission Expires: 9.18.09

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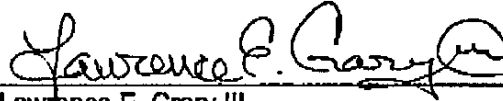
CRARY BUCHANAN

NO. 2397 P. 5

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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in the above Articles of Organization, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.



Lawrence E. Crary III
Registered Agent

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