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STEPHEN M. BLACKBURN Attorney at Law

412 Northeast 4th Street Fort Lauderdale, Florida 33301 Telephone: (954) 463-5266, Ext.102

Facsimile: (954) 463-2020

May 11, 2007

Florida Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

RE: HAWTHORNE STREET ENTERPRISES, LLC

Dear Florida Department of State,

Please find enclosed herewith the Articles of Organization for the above referenced LLC and my check number 3711 for payment of the following fees:

Filing Fee \$ 100.00 Registered Agent 25.00 Certified Copy 30.00

Please file the Articles as soon as possible and send me a certified copy of the Articles of Organization.

AND THE PHEN M. BLACKBURN

Attorney at Law

SMB/sg



ARTICLES OF ORGANIZATION

<u>OF</u>

HAWTHORNE STREET ENTERPRISES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be HAWTHORNE STREET ENTERPRISES, L.L.C. ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 412 Northeast 4th Street, Ft. Lauderdale, Florida 33301.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Stephen M. Blackburn, Attorney at Law, 412 Northeast 4th Street, Ft. Lauderdale, Broward County, Florida 33301.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VI - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his, her or its interest in the company as set forth in the regulations 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, permanent incapacity, or dissolution of or withdrawal of a member, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

ARTICLE VIII- MANAGEMENT

The company shall be managed by a manager is accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provision 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 manager of the company is Dana H. Mahoney, 412 Northeast 4th Street, Ft. Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Ft. Lauderdale, Broward County, Florida, on Wish 2007.

STEPHEN M. BLACKBURN

Authorized Representative of Members

STATE OF FLORIDA **COUNTY OF BROWARD**

SWORN TO AND SUBSCRIBED TO before me on STEPHEN M. BLACKBURN. who is personally known to me or who produced as identification.

(SEAL)

otary Public- State of Florida at Large

My Commission Expires:



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, HAWTHORNE STREET ENTERPRISES, L.C.C., Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is HAWTHORNE STREET ENTERPRISES, L.L.C.
 - 2. The name and street address of the registered agent in Florida are:

STEPHEN M. BLACKBURN Attorney at Law 412 Northeast 4th Street Fort Lauderdale, Florida 33301

The undersigned, being the person named in the articles of organization of HAWTHORNE STREET ENTERPRISES, L.L.C., 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.

STEPHEN M. BLACKBURN

ARTICLES OF ORGANIZATION

<u>OF</u>

HAWTHORNE STREET ENTERPRISES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

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The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Stephen M. Blackburn, Attorney at Law, 412 Northeast 4th Street, Ft. Lauderdale, Broward County, Florida 33301.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VI - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his, her or its interest in the company as set forth in the regulations 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, permanent incapacity, or dissolution of or withdrawal of a member, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

ARTICLE VIII- MANAGEMENT

The company shall be managed by a manager is accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provision 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 manager of the company is Dana H. Mahoney, 412 Northeast 4th Street, Ft. Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Ft. Lauderdale, Broward County, Florida, on W/ 2007. STEPHEN M. BLACKBURN Authorized Representative of Members STATE OF FLORIDA COUNTY OF BROWARD SWORN TO AND SUBSCRIBED TO before me on STEPHEN M. BLACKBURN, who is personally known to me or who produced as identification.

(SEAL)

Votary Public-State of Florida at Large My Commissión Expires:

THEREBA BLAND EDWARDS IY COMMISSION # DD 233096 XPIRES: August 18, 2007 Junge: Thru Budget Holary Services

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- 1. The name of the limited liability company is HAWTHORNE STREET ENTERPRISES, L.L.C.
 - 2. The name and street address of the registered agent in Florida are:

STEPHEN M. BLACKBURN Attorney at Law 412 Northeast 4th Street Fort Lauderdale, Florida 33301

The undersigned, being the person named in the articles of organization of HAWTHORNE STREET ENTERPRISES, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated are 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.

STEPHEN M. BLACKBURN

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