

L07000111226

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

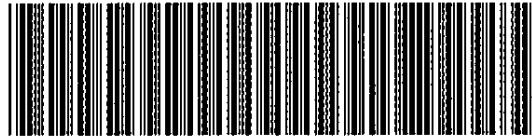
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 289157 7529046

AUTHORIZATION: *[Signature]*

COST LIMIT : \$125.00

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ORDER DATE : October 25, 2007

ORDER TIME : 9:09 AM

ORDER NO. : 289157-001

CUSTOMER NO: 7529046

DOMESTIC FILING

NAME: 5 STAR INVESTMENT HARBOR  
LIGHTS, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: \_\_\_\_\_

## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

### ARTICLE I - Name:

The name of the Limited Liability Company is:

5 STAR INVESTMENT HARBOR LIGHTS, LLC

(Must end with the words "Limited Liability Company, "L L C , " or "LLC ")

### ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

#### Principal Office Address:

9278 Delemar Ct

Wellington, FL, 33414

#### Mailing Address:

9278 Delemar Ct

Wellington, FL, 33414

### ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Corporation Service Company

Name

1201 Hays Street

Florida street address (P O. Box NOT acceptable)

Tallahassee

FL 32301

City, State, and Zip

*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 this 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 as provided for in Chapter 608, F.S.*

Corporation Service Company

Cynthia L. Harris

BY: Cynthia L. Harris

Asst. Vice President

Registered Agent's Signature (REQUIRED)

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**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

MGRM

EMORY PAYNE

9278 DELEMAR CT

WELLINGTON FL 33414 US

**ARTICLE VI - Purpose**

**Purpose.** The purpose of the Company shall be limited to owning and operating the real property located at 3124 Broadway, Riviera Beach, Florida (the "Property"), and shall be subject to the following requirements and limitations, more particularly set forth as follows:

a) The Company's ability to incur indebtedness is limited to: (i) incurring the loan indebtedness to BLX Capital, LLC, its successors and assigns and (ii) trade payables incurred in the ordinary course of business relating to the ownership and operation of the Property.

b) The Company is prohibited from engaging in any dissolution, liquidation, consolidation, merger or asset sale while the indebtedness to BLX Capital, LLC, its successors and assigns is outstanding and also while the related rated securities are outstanding.

c) The Company is prohibited from amending its Articles of Organization and Operating Agreement while the indebtedness to BLX Capital, LLC, its successors and assigns is outstanding and also while the related rated securities are outstanding.

d) Unanimous consent of all members is required to file, or consent to the filing of, a bankruptcy or insolvency petition or otherwise institute insolvency proceedings.

e) The Company is required to:

- i. Maintain books and records separate from any other person or entity;
- ii. Maintain its accounts separate from any other person or entity;
- iii. Not to commingle assets with those of any other entity;
- iv. Conduct its own business in its own name;
- v. Maintain separate financial statements;
- vi. Pay its own liabilities out of its own funds;
- vii. Observe all partnership formalities;
- viii. Maintain an arm's-length relationship with its affiliates;
- ix. Pay the salaries of its own employees and maintain a sufficient number of employees in light of its contemplated business operations;
- x. Not guarantee or become obligated for the debts of any other entity or hold out its credit as being available to satisfy the obligations of others;
- xi. Not acquire obligations or securities of its partners, members or shareholders;
- xii. Allocate fairly and reasonably any overhead for shared office space;
- xiii. Use separate stationery, invoices and checks;
- xiv. Not pledge its assets for the benefit of any other entity or make any loans or advances to any entity;
- xv. Hold itself out as a separate entity;
- xvi. Correct any known misunderstanding regarding its separate identity; and
- xvii. Maintain adequate capital in light of its contemplated business operations.


f) A vote of the majority of the remaining Members of the Company is sufficient to continue the life of the limited liability company in the event of a termination event.

g) The company shall not dissolve, liquidate or terminate upon the death, bankruptcy, insolvency, dissolution, liquidation, termination, resignation, removal or incapacity of any member.

h) Any provision in the Company's Articles of Organization or Operating Agreement contrary to the foregoing is hereby deleted.

ARTICLE V: Effective date, if other than the date of filing: \_\_\_\_\_. (OPTIONAL)  
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

**REQUIRED SIGNATURE:**

  
\_\_\_\_\_  
Signature of a member or an 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.)

**EMORY PAYNE**

\_\_\_\_\_  
Typed or printed name of signer