

L080000001280

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

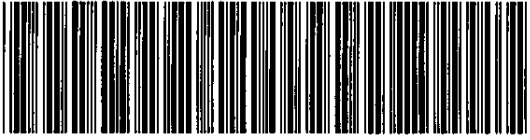
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



700113462707

01/03/08--01037--016 \*\*130.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JAN - 3 PM 2: 23

J. BRYAN

JAN - 4 2008

EXAMINER

LAW OFFICES  
**ARNSTEIN & LEHR LLP**

515 NORTH FLAGLER DRIVE · 6<sup>TH</sup> FLOOR  
WEST PALM BEACH, FLORIDA 33401-4323  
(561) 833-9800  
FAX (561) 655-5551  
www.arnstein.com  
FOUNDED 1893

Steven L. Daniels  
sldaniels@arnstein.com

CHICAGO, ILLINOIS  
BOCA RATON, FLORIDA  
FORT LAUDERDALE, FLORIDA  
MIAMI, FLORIDA  
TAMPA, FLORIDA  
HOFFMAN ESTATES, ILLINOIS  
MILWAUKEE, WISCONSIN  
MEMBER OF INTERNATIONAL  
LAWYERS NETWORK

December 28, 2007

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
08 JAN -3 PM 2:23


Re: 2861 South Seacrest Blvd., LLC

Dear Sir/Madam:

Enclosed for filing with the State is the original and one copy of Articles of Organization for the above-referenced company, and a check in the amount of \$130.00 representing the filing fee, the registered agent fee and the cost of a certificate of status. Please return the filed certificate of status to the undersigned in the return envelope provided herein.

If you have any questions or if you require any additional information, please do not hesitate to contact me.

Very truly yours,



Steven L. Daniels

SLD/dk  
Enclosures

cc: Scott Efron

194449\_1.DOC

**ARTICLES OF ORGANIZATION**  
**OF**  
**2861 SOUTH SEACREST BLVD., LLC**

FILED STATE  
SECRETARY OF CORPORATIONS  
08 JAN - 3 PM 2:23

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

**ARTICLE I -- NAME**

The name of the limited liability company shall be 2861 SOUTH SEACREST BLVD., LLC ("Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the Company shall be:

c/o Steven L. Daniels, Esq.  
Arnstein & Lehr LLP  
515 North Flagler Drive, 6<sup>th</sup> Floor  
West Palm Beach, FL 33401

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with 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 the Regulations of the Company.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the Registered Agent of the Company in the State of Florida is:

Steven L. Daniels, Esquire  
Arnstein & Lehr LLP  
515 North Flagler Drive, 6<sup>th</sup> Floor  
West Palm Beach, FL 33401

**ARTICLE V -- CAPITAL CONTRIBUTIONS AND OWNERSHIP UNITS**

Each Member shall receive the number of ownership units as set forth in Exhibit "A" attached hereto. Each Member will retain that number of ownership units regardless of future capital contributions or withdrawals from the Company unless the issuance of additional units or the cancellation of units shall be agreed by all Members.

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each Member shall make additional capital contributions to the Company only on the unanimous consent of all the Members.

**ARTICLE VII -- ADMISSION OF NEW MEMBERS**

No additional Member 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 as set forth in the Regulations of the Company.

**ARTICLE VIII -- TERMINATION OF EXISTENCE**

The Company shall be dissolved on the death, bankruptcy, or dissolution of all Members 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 the consent of all the remaining Members, provided there is at least one remaining Member.

**ARTICLE IX -- MANAGEMENT**

The Company shall be managed by its Managing Member in accordance with the Operating Agreement adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement may contain provisions 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 Managing Member of the Company is:

Scott Efron  
6075 Via Crystalle  
Delray Beach, FL 33484

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
08 JAN -3 PM 2:23

The amendment of these Articles of Organization shall require the unanimous approval of the Members.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Boca Raton, Florida, on this 21 day of December, 2007.

2861 SOUTH SEACREST BLVD., LLC,  
a Florida limited liability company

By: [Signature]  
Scott Efron, Managing Member

FILED STATE SECRETARY OF CORPORATIONS  
08 JAN - 3 PM 2:23

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I hereby certify that a true and correct copy of the foregoing was acknowledged before me this 21 day of December, 2007 by Scott Efron, as Managing Member of 2861 SOUTH SEACREST BLVD., LLC, a Florida limited liability company, on behalf of the company, who is personally known to me or has produced \_\_\_\_\_ as identification.

[Signature]  
Notary Public Steven Daniels  
Commission No: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

194006\_1.DOC



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

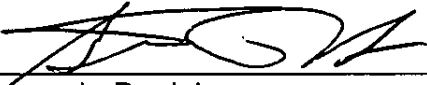
Pursuant to Florida Statutes the following is submitted:

First -- That 2861 SOUTH SEACREST BLVD., LLC has named Steven L. Daniels, who is located at Arnstein & Lehr LLP, 515 North Flagler Drive, City of West Palm Beach, County of Palm Beach, State of Florida, 33401, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

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

By: \_\_\_\_\_

  
Steven L. Daniels

194006\_1.DOC

**FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JAN -3 PM 2:23**

**EXHIBIT A**

**MEMBER and ADDRESS:**

**UNITS:**

Scott Efron  
6075 Via Crystalle  
Delray Beach, FL 33484

100

Lee E. Yaffe  
1104 B Russell Drive  
Highland Beach, FL 33487

100

Howard Sapper  
3229 NW 63<sup>rd</sup> Street  
Boca Raton, FL 33496

100

194006\_1.DOC

**FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 JAN -3 PM 2: 23**