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EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KOOTZ & ASSOCIATES, P.L.L.C.

Kip W. Kootz, Esq.
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January 11, 2008

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Palm Beach CVC, L.L.C.

The enclosed Articles of Organization and fee are submitted for filing:

Please return all correspondence concerning this matter to the following:

Mario Crespo
3100 Boca Raton Boulevard # 101
Boca Raton, FL 33431

For further information concerning this matter, please call:

Kip W. Kootz, Esq.
651/298-9644

Enclosed is a check in the amount of \$125.00 Filing Fee.

Sincerely,


Kip W. Kootz, Esq.

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
PALM BEACH CVC, L.L.C.**

I, the undersigned, being of full age and for the purpose of forming a limited liability company for general business purposes under Chapter 608 of the Florida Statutes, do hereby adopt the following Articles of Organization.

**ARTICLE I
NAME**

The name of this Limited Liability Company is Palm Beach CVC, L.L.C.

**ARTICLE II
PRINCIPAL OFFICE**

The address of the principal office of this Limited Liability Company is 3100 Boca Raton Boulevard, #101 Boca Raton, FL 33431.

**ARTICLE III
REGISTERED AGENT**

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

Kip W. Kootz, Esq.
6110 North Ocean Blvd. - #4
Ocean Ridge, Florida 33435

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 all 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..


Kip W. Kootz, Registered Agent

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**ARTICLE IV
MANAGING MEMBER**

The name and address of the Managing Member is as follows:

Mario Crespo, MGRM
3100 Boca Raton Boulevard #101
Boca Raton, Florida 33431

**ARTICLE V
PERIOD OF EXISTENCE**

Unless dissolved earlier in accordance with law, the period of existence of this limited liability company shall be perpetual.

**ARTICLE VI
ORGANIZERS**

The name and address of the organizer of this Limited Liability Company is:

Mario Crespo
3100 Boca Raton Boulevard #101
Boca Raton, Florida 33431
(561) 750-9002

**ARTICLE VII
LIMITATION OF LIABILITY OF GOVERNORS**

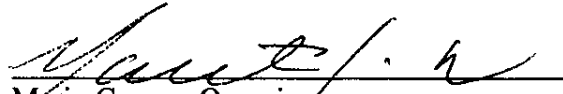
A governor of this Limited Liability Company shall not be personally liable to this limited liability company or its members for monetary damages for breach of fiduciary duty as a governor, except for the liability (i) based on a breach of the governor's duty of loyalty to this Limited Liability Company or its members; (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of the law; (iii) under Section 608 the Florida Statutes; or (iv) for any transaction from which such governor derived an improper personal benefit. If Chapter 608 of the Florida Statutes is hereafter amended to authorize the further elimination or limitation of the liability of the governors, then the liability of a governor of this Limited Liability Company, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the Florida Statutes, as amended. Any repeal or modification of this Article by the members of this Limited Liability Company shall be prospective only and shall not affect any limitation on the personal liability of a governor of this Limited Liability Company existing at the time of such repeal or modification.

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JAN 21 2008

**ARTICLE VIII
ACTIONS BY WRITTEN CONSENT**

Any action which is required or permitted to be taken by the governors of this Limited Liability Company at a meeting and which does not require the approval of the members may be taken by written action signed by the number of governors that would be required to take the same action at a meeting at which all governors were present. However, if the action is one which must be approved by all members, such action may be taken only by written action signed by all of the governors then in office. Any action required or permitted to be taken at a meeting of the members may be taken by written action signed by the members who possess the voting power that would be required to take the same action at a meeting of the members at which all members were present.

IN WITNESS WHEREOF, the undersigned has set his hand this 11th day of January, 2008.


Mario Crespo, Organizer

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 herein stated are true.

MARIO CRESPO, ORGANIZER

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