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J. BRYAN

JUL 28 2008

EXAMINER

COHEN. NORRIS. SCHERER WEINBERGER & WOLMER

ATTORNEYS AT LAW

July 18, 2008

JONATHAN A. BERKOWITZ
GARY J. COHAN*
FRED C. COHEN, P.A. **
GREGORY R. COHEN, P.A.
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DOMINIC S. IIBERI*
RICHARD J. MEEHAN*
ALFRED G. MORICI*
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PETER R. RAY, P.A.
M. RICHARD SAPIR, P.A.*
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KYLE A. SILVERMAN*
ROGER C. STANTON
JAMES S. TELEPMAN***
ROBERT M. WEINBERGER, P.A.
BRENT G. WOLMER, P.A.

*Of Counsel
**Board Certified Real Estate
***Board Certified Business Litigation

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

Re: Articles of Organization for
C & C OF FLORIDA II, LLC
C & C OF FLORIDA III, LLC
Our File No. 31237.001

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of each of the above referenced Articles of Organization. Upon filing of these articles, please return the certified copies of the filed articles to the undersigned.

A check in the amount of \$310.00 is enclosed in payment for the following fees:

Filing fees/Registered Agent fee	\$125.00 x 2 = \$250.00
Certified copy of Articles	\$ 30.00 x 2 = \$ 60.00
	<u>\$155.00 x 2 = \$310.00</u>

Your prompt assistance in this matter is greatly appreciated.

Very truly yours,


Larissa K. Lincoln
Legal Assistant

SecLLCCornwellC&CFlaII&III.ltr
enclosures
cc: Merritt Cornwell

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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

712 U.S. HIGHWAY ONE • SUITE 400 • P.O. BOX 13146 • NORTH PALM BEACH, FLORIDA 33408-7146
TELEPHONE: (561) 844-3600 • FACSIMILE: (561) 842-4104

**ARTICLES OF ORGANIZATION OF
C&C OF FLORIDA II, LLC**

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes as follows:

ARTICLE I

The name of this limited liability company is C&C OF FLORIDA II, LLC.

ARTICLE II

This limited liability company shall have perpetual existence from the DATE OF FILING of these Articles of Organization with the Department of State..

ARTICLE III

The mailing address of the principal place of business of this limited liability company is 511 W. Kalmia Drive, Lake Park, FL 33403. This limited liability company may, at its discretion, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this limited liability company is DAVID B. NORRIS, 712 U.S. Highway One, Ste 400, North Palm Beach, Florida 33408.

ARTICLE V

The initial managing members are PETER CORNWELL, 11 Palm Point, Jupiter, FL 33458 and MERRITT CORNWELL, 12020 Sandy Run Road, Jupiter, FL 33478.

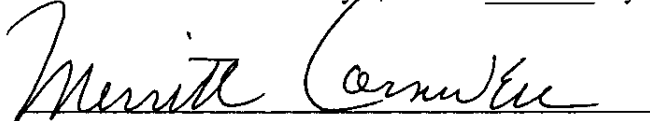
ARTICLE VI

Additional members may be admitted to this limited liability company upon such terms and conditions as shall be established by the members as described in the Operating Agreement.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name this 8th day of

April, 2008.

July


MERRITT CORNWELL, Managing Member

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**CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

That **C&C OF FLORIDA II, LLC**, a Florida Limited liability company, with its office at 511 W. Kalmia Drive, Lake Park, FL 33403, has named DAVID B. NORRIS, 712 U.S. Highway One, Ste 400, North Palm Beach, FL 33408, as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named registered agent 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 such capacity and agree to comply with the applicable provisions of law.

By: _____

DAVID B. NORRIS,
Registered Agent

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