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KALEEL & ASSOCIATES

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Division of Corporations

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FLORIDA LIMITED LIABILITY CO.  
1400 S. OCEAN, LLC

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**ARTICLES OF ORGANIZATION  
OF**

**1400 S. OCEAN, LLC**

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 **1400 S. OCEAN, LLC** ("Company").

**ARTICLE II -- ADDRESS**

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

**477 S. Rosemary Ave., Suite 316  
West Palm Beach, FL 33401**

**ARTICLE III -- INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability Company is:

**477 S. Rosemary Ave., Suite 316  
West Palm Beach, FL 33401**

and the name of its initial registered agent at such address is: **ROBERT PRESTON**

**ARTICLE IV -- PURPOSE**

The purpose for which the Company is organized is to engage in any and all lawful business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

**ARTICLE V -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual.

**ARTICLE VI -- MANAGEMENT**

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain

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any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization and Section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company. The names and address of the members of the Company are

NAME	ADDRESS
STEWART A. SATTER	477 S. Rosemary Ave., Suite 316 West Palm Beach, FL 33401

#### **ARTICLE VII -- 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 VIII -- 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 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, 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 IX-- MEMBERS' RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, 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 all the remaining members.

#### **ARTICLE X -- INDEMNIFICATION**

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager or former member or manager to the full extent permitted under the Act.

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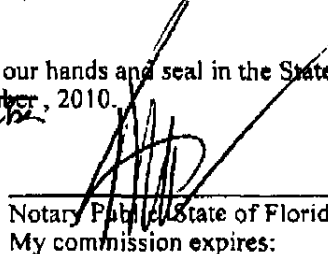
In accordance with Section 608.408(3), Florida Statutes, the execution of this documentation constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
STEWART A. SATTER, Managing Member

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared STEWART A. SATTER, known to me to be and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, we have set our hands and seal in the State and County  
aforementioned above this 1 day of ~~November~~ December, 2010.

  
Notary Public, State of Florida at Large  
My commission expires:

(Seal)



KENNETH M. KALEEL  
MY COMMISSION # DD 896838  
EXPIRES: August 28, 2011  
Bonded Thru Budget Notary Service

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**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

Under the provisions of Chapter 608 F.S., **1400 S. OCEAN, LLC**, a 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 **1400 S. OCEAN, LLC**;
2. The name and street address of the registered agent in Florida are:

Robert Preston  
477 S. Rosemary Ave., Suite 316  
West Palm Beach, FL 33401

The undersigned, being the person named in the Articles of Organization of **1400 S. OCEAN, LLC**, 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 duties, and is familiar with and accepts the obligations of the position of Registered Agent.



Robert Preston,  
Registered Agent

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