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ROBERT B. COOK, P.A.

*Attorney at Law*

11911 U.S. HIGHWAY ONE  
SUITE 308

NORTH PALM BEACH, FLORIDA 33408-2800  
(407) 627-0766  
FAX 627-0299

May 24, 1996

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

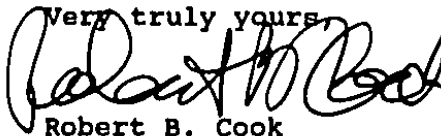
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-06/04/96--01146--0002  
\*\*\*337.50 \*\*\*337.50

Re: Jupiter Greenwich ~~Corporation~~, LLC

Dear Sir:

Please find enclosed an original and one copy of the Articles of Organization for Jupiter Greenwich Corporation, LLC. Also enclosed is our check for \$337.50. Please file these Articles and return a filed copy to the undersigned.

Very truly yours,



Robert B. Cook

RBC:rj  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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HR

ROBERT B. COOK, P.A.  
*Attorney at Law*  
11911 U.S. HIGHWAY ONE  
SUITE 300  
NORTH PALM BEACH, FLORIDA 33408-2800  
(407) 627-8766  
FAX 627-8299

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JUL 12 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 8, 1996

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Jupiter Greenwich, LLC

Dear Sir:

Please find enclosed an original and one copy of the Articles of Organization for Jupiter Greenwich, LLC. I have previously provided you with our check for \$337.50. Please file these Articles and return a filed copy to the undersigned.

Very truly yours,

*Robert B. Cook*  
Robert B. Cook

RBC:rj  
Enclosures

**ARTICLES OF ORGANIZATION  
OF**

**JUPITER GREENWICH, LLC**

THE UNDERSIGNED, acting as Incorporators of a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization of Jupiter Greenwich, LLC (the "Company").

**ARTICLE I - NAME AND COMPANY ADDRESS**

The name, mailing address and the street address of the principal office of this Company is:

Jupiter Greenwich, LLC  
6460 Mariner Sands Drive  
Stuart, FL 33497

**ARTICLE II - DURATION**

The duration of this Company is for five (5) years, unless sooner terminated by the provisions of Article VII hereof.

**ARTICLE III - AMENDMENT**

The Articles of Organization of this Company may be amended, altered, changed or repealed by the affirmative vote of a majority of the voting Members, at a Member's meeting called for that purpose.

**ARTICLE IV - REGISTERED AGENT**

The name and office address of this Company's registered agent in Florida is:

Robert E. Cowin  
6460 Mariner Sands Drive  
Stuart, FL 33497

**ARTICLE V - MEMBERS**

The number of Members constituting the initial Membership of this Company is two (2). Additional Members may be admitted upon the unanimous consent of the two (2) initial Members; thereafter, members may be admitted upon the consent of a majority of the then existing voting Members. The names and addresses of the initial Members are:

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TALLAHASSEE, FLORIDA

Name

Address

Robert E. Cowin

6460 Mariner Sands Drive  
Stuart, FL 33497

Richard L. Niebling

19 Bay Harbor Road  
Tequesta, FL 33469

ARTICLE VI - MANAGEMENT

The affairs of this Company are to be managed by a manager, Richard L. Niebling of 19 Bay Harbor Road, Tequesta, Florida 33469, who is to serve as the manager until the first annual meeting of the Members or until his successor is elected and qualified.

ARTICLE VII - RIGHT TO CONTINUE BUSINESS


This Company shall be dissolved upon the first to occur of the following:


(a) The year 2001; or

(b) Upon the unanimous consent of all of the Members; or

(c) The death, retirement, resignation, expulsion, dissolution or bankruptcy of a Member, or another event which terminates the membership of a Member in this Company, unless within ninety (90) days after such event a majority in interest of all of the remaining Members agree in writing to continue the business of the Company.

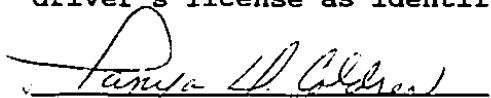
Dated: This 14 day of June, 1996.

  
Robert E. Cowin

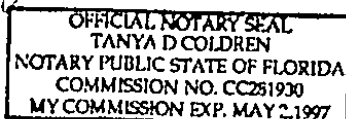
  
Richard L. Niebling

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing Articles of Organization were sworn to and acknowledged before me this 14<sup>th</sup> day of June, 1996 by Robert E. Cowin, who is personally known to me or who has produced a Florida driver's license as identification.

 , Notary Public, Commission No. CC281930

 , Name of Notary (typed, printed or stamped)



STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Organization were sworn to and acknowledged before me this 21<sup>st</sup> day of June, 1996 by Richard L. Niebling, who is personally known to me or who has produced a Florida driver's license as identification.

Michael J. Sullivan, Notary Public, Commission No. \_\_\_\_\_



MICHAEL J. SULLIVAN  
MY COMMISSION # CC250428 EXPIRES  
January 1, 1997  
BONDED THROUGH TROY FARM INSURANCE, INC.

Name of Notary (typed, printed or stamped)

**AFFIDAVIT OF MEMBERS**

BEFORE ME, the undersigned notary public, personally appeared Robert E. Cowin and Richard L. Niebling (hereinafter referred to as the "Affiants"), who, having been first duly sworn according to law, depose and say that:

1. Jupiter Greenwich, LLC has two (2) members.
2. The amounts of cash contributed by each Member is as follows:

Richard L. Niebling	\$ 100.00
Robert E. Cowin	\$80,000.00

3. No other property other than cash has been contributed by the Members to the Company.

Further Affiants sayeth naught.

Robert E. Cowin  
Robert E. Cowin

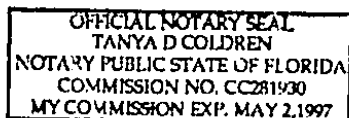
Richard L. Niebling  
Richard L. Niebling

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing Affidavit of Members was sworn to and acknowledged before me this 14<sup>th</sup> day of June, 1996 by Robert E. Cowin, (who is personally known to me) or who has produced a Florida driver's license as identification.

Tanya D. Coldren, Notary Public, Commission No. CC 281930

Tanya D. Coldren, Name of Notary (typed, printed or stamped)



STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Affidavit of Members was sworn to and acknowledged before me this 21<sup>st</sup> day of June, 1996 by Richard L. Niebling, who is personally known to me or who has produced a Florida driver's license as identification.

Thiff J. Sullivan, Notary Public, Commission No. \_\_\_\_\_



MICHAEL J. SULLIVAN  
MY COMMISSION # CC25042A EXPIRES  
JANUARY 1, 1997  
BUNDLED THIRD TRUST INSURANCE, INC.

Name of Notary (typed, printed or stamped)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

In pursuance of §§48.091(1) and 608.407(d), Florida Statutes,  
the following is submitted in compliance thereof:

That **JUPITER GREENWICH, LLC**, desiring to organize under the  
laws of the State of Florida, designates the name and address of  
its registered agent to accept service of process within this State  
as follows:

ROBERT E. COWIN  
6460 Mariner Sands Drive  
Stuart, FL 33497

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-  
stated limited liability company, at the above-stated address in  
this State, I hereby accept to act in this capacity, and am  
familiar with the obligations imposed by law and agree to comply  
with the provisions of said statute relative to keeping the  
premises open from 10:00 a.m. to noon each day, except Saturdays,  
Sundays, and legal holidays, and to post therein a sign designating  
the name of the limited liability company and the name of its  
registered agent.

BY: *Robert E. Cowin*

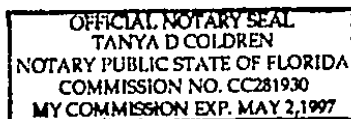
Robert E. Cowin

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this  
14<sup>th</sup> day of June, 1996 by Robert E. Cowin, who is personally  
known to me or has produced a Florida driver's license as  
identification.

*Tanya D. Coldren*, Notary Public, Commission No. CC281930

*TANYA D. COLDREN*, Name of Notary typed, printed or  
stamped



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA