

L980000001719



ACCOUNT NO. : 072100000032

REFERENCE : 949157 7163813

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 2, 1998

ORDER TIME : 11:20 AM

ORDER NO. : 949157-005

CUSTOMER NO: 7163813

CUSTOMER: Mr. Kenneth Veneziano
GREENLEAF VENTURES, L.L.C.

Suite 324-a
2255 Glades Road
Boca Raton, FL 33431

DOMESTIC FILING

NAME: GREENLEAF VENTURES, L.L.C.

EFFECTIVE DATE:

100002632881-4
-09/04/98--01120--009
****285.00 ****285.00

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

198-19628

Name	
Availability	MBH
Document Examiner	MBH
Updater	MBH
Updater Verifyer	MBH
Acknowledgement	MBH
V. P. Verifyer	MBH

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 PM 3:24

RECEIVED
98 SEP -4 PM 1:56
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 27, 1998

DAVID A. WALLACE
GREENLEAF VENTURES, INC.
2255 GLADES ROAD, SUITE 324-A
BOCA RATON, FL 33431

SUBJECT: GREENLEAF VENTURES, L.L.C.
Ref. Number: W98000019628

We have received your document for GREENLEAF VENTURES, L.L.C., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$285.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 198A00044362

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**STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
GREENLEAF VENTURES, L.L.C.**

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DIVISION OF CORPORATIONS
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These Articles of Organization of Greenleaf Ventures, L.L.C., a Florida limited liability company (the "Company"), dated as of the 1st day of September, 1998, are being duly executed and filed by David A. Wallace the organizer, authorized to form a limited liability Company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes) (the "Florida Act").

- FIRST:** The name of the limited liability company is Greenleaf Ventures, L.L.C.
- SECOND:** The nature of the business to be transacted and the purposes to be promoted or carried out by the Company, is to engage in any lawful act or activity for which limited liability companies may be formed under the Florida Act, and by such statement all lawful acts and activities shall be within the purposes of the Company's business as permitted under the Florida Act.
- THIRD:** The Company is to be managed by managers who shall serve in this capacity until the first annual meeting or until their successors are duly elected and qualified. The names and addresses of the initial managers set forth on Exhibit A, attached hereto and made a part hereof.
- FOURTH:** The duration of the Company shall be perpetual, and shall begin on the date these Articles of Organization are duly filed with the Secretary of State of the State of Florida.
- FIFTH:** The principal and mailing address of the Company is 2255 Glades Road, Suite 324-A, Boca Raton, Florida 33431.
- SIXTH:** The members of the Company (the "Members") may admit additional Members as provided in that certain Limited Liability Company Operating Agreement dated as of September 1, 1998 (the "Operating Agreement").
- SEVENTH:** The remaining Members, pursuant to the terms of the Operating Agreement, may elect to continue the Company's business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company.
- EIGHTH:** The Registered Agent and Registered Office for service of process is as follows:

Name: David A. Wallace

Address: 2255 Glades Road, Suite 324-A, Boca Raton, Florida 33431.

David A. Wallace hereby accepts the appointment of Registered Agent. By signing below he accepts the obligations of the Registered Agent position.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

By: 

David A. Wallace, Organizer

EXHIBIT A

The names and addresses of the initial managers are as follows:

Timothy L. Stocksdaile
1440 Brickell Bay Drive
Suite 403
Miami, FL 33131

David A. Wallace
3015 S. Ocean Boulevard
Suite 2D
Highland Beach, FL 33487

Michael Taylor
589 Main Street
Medfield, MA 02052

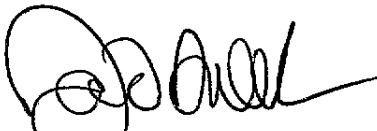
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Greenleaf Ventures, L.L.C. hereby certifies that:

- (1) The above named limited liability company has at least one member;
- (2) The total amount of cash contributed by the members is \$1,000;
- (3) If any, the agreed upon value of property other than cash contributed by members is \$0; and
- (4) The total amount of cash and property contributed and anticipated by members is: \$1,000.

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



David A. Wallace, Organizer

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