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N. DEAN KOHL, JR.
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September 9, 1998

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

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*****337.50 *****337.50

Re: Articles of Organization for CAB Properties, L.C.

Dear Corporate Specialist:

Enclosed are two duplicate originals of the subject Articles of Organization. Upon filing, please return one certified duplicate original of the Articles to the undersigned.

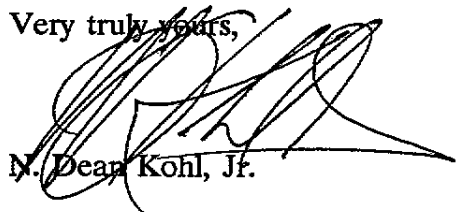
Our check in the amount of \$337.50 is enclosed as payment of the following fees:

Filing fees	\$250.00
Certified copy	52.50
Registered Agent Designation	<u>35.00</u>
	\$337.50

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Your prompt attention to this matter will be greatly appreciated.

Very truly yours,



N. Dean Kohl, Jr.

NDK/mk
Enclosures

L 98-1788

Name	<i>OK 9-10</i>
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

**ARTICLES OF ORGANIZATION FOR
CAB PROPERTIES, L.C.,
A Florida Limited Liability Company**

THE UNDERSIGNED, desiring to form a Limited Liability Company under and pursuant to Florida Statutes, Chapter 608, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such Company:

**ARTICLE I
NAME**

The name of this Company shall be CAB PROPERTIES, L.C.

**ARTICLE II
DURATION/CONTINUATION**

The period of this Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all Members. The Members have the right to continue the business of the Company upon the resignation, expulsion, bankruptcy or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member. The business of the Company may only be continued by the unanimous consent of all the remaining Members.

**ARTICLE III
PURPOSES**

The Purposes for which this Company is being formed are the following:

To engage in any activities or business permitted for this Company under the laws of the State of Florida.

**ARTICLE IV
MAILING AND STREET ADDRESS**

The mailing and the street address of the principle office of this Company are:

Mailing and Street Address: 416 Flamingo Avenue
Stuart, Florida 34996

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**ARTICLE V
REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent and office for this Company is as follows:

N. Dean Kohl, Jr.
KOHL & SPOTTS, P.A.
50 SE Kindred Street, Suite 107
Stuart, FL 34990

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**ARTICLE VI
CONTRIBUTIONS TO CAPITAL**

The total amount of cash or property contributed to the Company by its Member is the total amount of \$2,000.00 to be contributed from CAROL A. BAILEY and JAMES C. BAILEY, as tenants of the entireties. Each Member agrees to contribute his pro-rata portion of any call for funds made by the Member of the Company as provided in the Regulations of the Company which is required to permit the Company to achieve its purposes.

**ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS**

Additional members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of this Company.

**ARTICLE VIII
MANAGEMENT OF THE COMPANY**

The business of the Company shall be managed by CAROL A. BAILEY and JAMES C. BAILEY, as tenants of the entireties, whose address is 416 Flamingo Avenue, Stuart, Florida 34996. CAROL A. BAILEY and JAMES C. BAILEY, as tenants of the entireties, shall serve as manager until their successor are elected and qualify in the manner set forth in the Regulations of this Company.

**ARTICLE IX
REGULATIONS OF THE COMPANY**

The power to adopt, alter, amend, or repeal the Regulations of this Company shall be vested in the Members of the Company.

**ARTICLE X
ORGANIZER**

The name and address of the Member executing these Articles of Organization are as follows:

James C. Bailey
416 Flamingo Avenue
Stuart, FL 34996

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**ARTICLE XI
AMENDMENT OF ARTICLES OF ORGANIZATION**

Any amendment to these Articles of Organization shall be on such form as shall be prescribed by the Secretary of State of Florida, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, its signature shall also be added.

**ARTICLE XII
INFORMAL ACTION BY MEMBERS**

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Members of the Company.)

**ARTICLE XIII
CONTRACTING DEBT**

Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of this Company except by the majority approval of all Members of this Company.

**ARTICLE XIV
TRANSFERABILITY OF MEMBER'S INTEREST**

An interest of a Member of this Company may be transferred or assigned to such extent and in the manner provided in the Regulations of the Company. However, if all of the remaining Members of this Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such Member shall have no right to participate in the management of the business and affairs of the Company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member would otherwise be entitled.

**ARTICLE V
WITHDRAWAL OR REDUCTION OF
A MEMBER'S CONTRIBUTION TO CAPITAL**

(A) A Member shall not receive out of the Company property any part of its contribution to capital until:

1. All liabilities of the Company, except liabilities to members on account of their contributions to capital, have been paid or sufficient property of the Company remains to pay them;
2. The consent of all Members is had, unless the return of the contribution to capital may be rightfully demanded;
3. These Articles of Organization are canceled or so amended as to set out the withdrawal reduction.

(B) A Member shall be entitled to the return of his or its contribution in the manner provided for in the Regulations of the Company.

**ARTICLE VI
EFFECTIVE DATE**

The effective date of this Company shall be September 9, 1998.

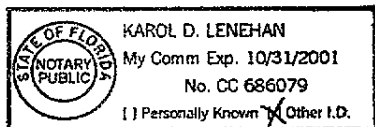
IN WITNESS WHEREOF, the undersigned Organizer has hereunto set his hand and seal this 9 day of September, 1998.



JAMES C. BAILEY

STATE OF FLORIDA
COUNTY OF MARTIN

THE FOREGOING INSTRUMENT was acknowledged before me this 9 day of September, 1998, by JAMES C. BAILEY, who [] is personally known to me or [x] has produced FL DRIVER'S LICENSE as identification.





Notary

Print Name: KAROL D LENEHAN
My commission expires: 10/31/01

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED AGENT ACCEPTANCE**

That CAB PROPERTIES, L.C., desiring to organize as a limited liability company under the laws of the State of Florida, with its initial registered agent's office in Florida being in the County of Martin, at 50 S.E. Kindred Street, Suite 107, Stuart, Florida 34994 has named N. Dean Kohl, Jr., located at that same address as its initial registered agent to accept service of process within this State.

Having been named to accept service of process for CAB PROPERTIES, L.C., at the place designated in the foregoing Articles of Organization, I, N. DEAN KOHL, JR., hereby agree to act in that capacity, and further, I hereby acknowledge that I am familiar with the obligations of a registered agent and I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By: _____

N. DEAN KOHL, JR.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF MARTIN

Before me, the undersigned authority, personally appeared CAROL A. BAILEY and JAMES C. BAILEY, as tenants of the entireties, who being duly sworn deposes and says:

1. That this Affidavit is being executed to comply with the provisions of Section 608.407(2), Florida Statutes, for filing with the Articles of Organization for CAB PROPERTIES, L.C.

2. Affiant is making this affidavit based upon personal knowledge and examinations of records kept in the ordinary course of business.

3. I am the Member of the Florida limited liability company known as CAB PROPERTIES, L.C., who executed the Articles of Organization for the limited liability company.

4. CAB PROPERTIES, L.C., has one Member.

5. Member CAROL A. BAILEY and JAMES C. BAILEY, as tenants of the entireties, shall contribute \$2,000.00 cash to the limited liability company.

6. The amount of noncash property that will be contributed by the Members is zero.

7. The total amount of cash and property anticipated to be contributed by the Member is \$2,000.00, inclusive of the contributions set forth in number 5 above.

FURTHER AFFIANT SAYETH NAUGHT.



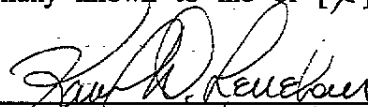
JAMES C. BAILEY, Affiant

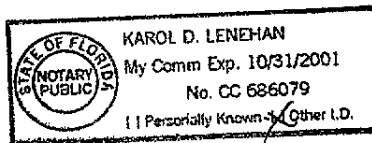
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COUNTY OF MARTIN

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SWORN TO AND SUBSCRIBED before me this 9th day of September, 1998,

by CHARLES A. STUBLEY, who [] is personally known to me or [X] has produced
FL DRIVER'S LICENSE as identification.


Printed Name: KAROL D. LENEHAN
Notary Public
Notary Seal:



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