

Division of Corporations

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Florida Department of State

Division of Corporations

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From:

Account Name : GOLDENBERG & GOLDENBERG
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LIMITED LIABILITY COMPANY
SOUTHWARD HO PROPERTIES, L.L.C.

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ARTICLES OF ORGANIZATION
OF
SOUTHWARD HO PROPERTIES, L.L.C.

The undersigned member(s) desiring to form a limited liability company under Chapter 608, Florida Statutes, state(s):

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ARTICLE I.

NAME

The name of this limited liability company shall be SOUTHWARD HO PROPERTIES, L.L.C.

ARTICLE II.

NATURE OF BUSINESS

The limited liability company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

TERM OF EXISTENCE

The duration of the limited liability company shall commence upon the filing of these Articles and shall be perpetual.

ARTICLE IV.

ADDRESS

The initial street address of the registered office of this limited liability company in the State of Florida shall be c/o SPECTRUM COMMERCIAL GROUP, INC., 3600 Commercial Blvd., Fort Lauderdale, Florida 33309.

The initial principal office address of the limited liability company shall be: 2400 East Las Olas Blvd., Fort Lauderdale Florida 33301

This Instrument Prepared By:
Stephen F. Goldenberg, Esquire
One Financial Plaza, Suite 2626
Fort Lauderdale, FL 33394
(954) 523-2626
F.B.N. 151293

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ARTICLE V.

REGISTERED AGENT

The Registered Agent of this limited liability company shall be SPECTRUM COMMERCIAL GROUP, INC.

ARTICLE VI.

CASH AND PROPERTY CONTRIBUTED

The undersigned member or authorized representative of a member of SOUTHWARD HO PROPERTIES, L.L.C. certifies:

1. The above named limited liability company has at least one member;
2. The total amount of cash contributed by the member(s) is: \$ 450,000.00
3. If any, the agreed value of property other than cash contributed by member(s) is \$ 0.00
4. The total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 450,000.00

ARTICLE VII.

ADDITIONAL CONTRIBUTIONS

There is no agreement among the members to make additional contributions.

ARTICLE VIII.

ADMISSION OF ADDITIONAL MEMBERS

The members shall have the right to admit additional members upon such terms and conditions as they may determine.

ARTICLE IX.

CONTINUITY OF BUSINESS

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

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ARTICLE X.

MANAGEMENT

The management of the limited liability company is to be managed by a manager and the name and address of such manager who is to serve as manager is:

ROBERT Z. KAUFMAN
2400 East Las Olas Blvd.
Fort Lauderdale, Florida 33301

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ARTICLE XI.

INDEMNIFICATION

The limited liability company shall indemnify any member, or former member, and agents of all members, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization on November 17, 1998.



Signature of a member or an authorized representative of a member

(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.)

ROBERT Z. KAUFMAN

typed or printed name of signee

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Florida Department of State, Jim Smith, Secretary of State

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 608.4151 AND 608.507, FLORIDA STATUTES, THE UNDERSIGNED 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: SOUTHWARD HO PROPERTIES, L.L.C.
2. The name and Florida street address of the registered agent and office are:

SPECTRUM COMMERCIAL GROUP, INC.
3600 Commercial Blvd.
Fort Lauderdale, Florida 33309

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SPECTRUM COMMERCIAL GROUP, INC.

By:

Anita Levin, President
ANITA LEVIN, President
(Registered Agent)

FILING FEE: \$35.00 for Designation of Registered Agent

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