

L98-000003067

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

DADE - Aberdeen, LLC

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DIVISION OF CORPORATIONS

☐ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☒ L.C. File *CM*
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☐ Cert. Copy
☒ Photo Copy
☒ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

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Signature _____

Requested by: *Chris*

Name _____

Date *12.8*

Time *946*

Walk-In _____

Will Pick Up _____

**ARTICLES OF ORGANIZATION
of
DADE-Aberdeen, L.L.C.**

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 DADE-Aberdeen, L.L.C. ("Company").

ARTICLE II - 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 unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III - ADDRESS

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

222 Lakeview Avenue, Suite 260
West Palm Beach, Florida 33401

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is:

Joel P. Koepfel
222 Lakeview Avenue, Suite 260
West Palm Beach, Florida 33401

PREPARED BY;
Joel P. Koepfel, Esq.
KOEPPPEL, GOTTLIEB, MESCHES,
HERZFELD & RUBIN
222 Lakeview Ave., Suite 260
West Palm Beach, FL 33401
FL Bar No.: 137756
(561) 659-4020

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ARTICLE V - ADMISSION OF NEW MEMBERS

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 the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI - DEATH, ETC. OF MEMBER

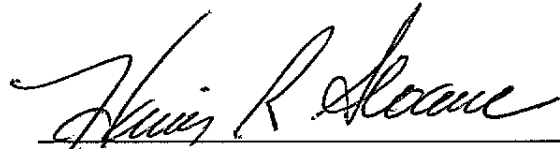
Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless all of the remaining members unanimously consent to the continuation of the Company.

ARTICLE VII - MANAGEMENT

The Company is to be managed by a manager and the name and address of such manager who is to serve as manager until the first annual meeting of members or until his successor is elected and qualifies is:

Harris R. Sloane
222 Lakeview Avenue, Suite 260
West Palm Beach, Florida 33401

These Articles of Organization have been executed by the undersigned member(s) of the Company or the undersigned authorized representative of a member of the Company this 7 day of December, 1998.


HARRIS R. SLOANE

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TALLAHASSEE, FLORIDA

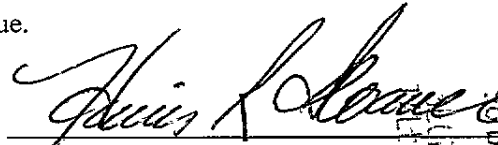
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of DADE-Aberdeen, 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 equals \$1,000.
3. The agreed value of property, if any, other than cash contributed by member is \$891,000. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by member is \$892,000. This total includes amounts from 2 and 3 above.

The undersigned acknowledges that the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

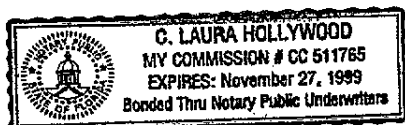
Dated: December 7, 1998

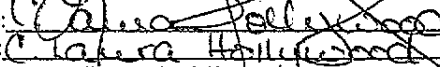

HARRIS R. SLOANE
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 7 day of December, 1998, by HARRIS R. SLOANE, who is personally known to me [yes][no]; or who has produced _____ as identification.

(NOTARY SEAL)



Sign Name: 
Print Name: G. Laura Hollywood
Notary Public

My commission expires: _____
My commission number is: _____

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of DADE-Aberdeen, L.L.C., 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.

The name and the Florida street address of the registered agent are:

Joel P. Koeppe
222 Lakeview Avenue, Suite 260
West Palm Beach, Florida 33401


Joel P. Koeppe/Registered Agent

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Description of Contributed Real Property

Lots 1, 2, 3 and 4 of Aberdeen Plat No. 27, according to the plat thereof on file in the Office of the Clerk of the Circuit Court in and for Palm Beach County, Florida in Plat Book 82, at Pages 19 through 22, Public Records of Palm Beach County, Florida.

C:\MJA\4487-sloane\LLC art.wpd

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