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DAVID C. TASSELL

December 21, 1998

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-12/23/98--01041--009

****285.00 ****285.00

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

CM

RE: Articles of Organization of Villa Las Marias, L.L.C.

Dear Sir/Madam:

Enclosed for filing with your office is an original and one copy of Articles of Organization along with an original Affidavit of Membership and Contributions and Certificate of Designation of Registered Agent/Registered Office in regard to the above-referenced matter. Also, enclosed is a check in the amount of \$285.00 for filing fee of the same. Upon receipt of the enclosed for filing, please return a certified copy to me in the self-addressed stamped envelope provided for your convenience.

Should you have any questions in this regard, please do not hesitate to contact me.

Sincerely,



Daniel J. Probst

DJP:ml

Enclosures

cc: Maria Lourdes Elizeche (w/enclosures)

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98 DEC 23 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
VILLA LAS MARIAS, L.L.C.**

ARTICLE I

The name of the limited liability company is **VILLA LAS MARIAS, L.L.C.**

ARTICLE II

The mailing address is 3300 PGA Boulevard, Suite 350, Palm Beach Gardens, FL 33410 and the street address of the principal office of the limited liability company is 3300 PGA Boulevard, Suite 350, Palm Beach Gardens, FL 33410.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

Management of the limited liability company is reserved to the members; all members of the company shall participate in management decisions, and the name and address of the original managing member is **MARIA LOURDES ELIZECHE**, 3300 PGA Boulevard, Suite 350, Palm Beach Gardens, FL 33410.

ARTICLE V

The members have the right to admit additional members upon the unanimous vote of the existing members.

ARTICLE VI

The remaining members of the limited liability company have the right to continue the 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 limited liability company, upon unanimous vote of the remaining members.

Executed on December 18, 1998.

by


MARIA LOURDES ELIZECHE

FILED
98 DEC 23 AM 10
SECRETARY OF STATE
TALLAHASSEE, FL 32301

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

1. The name of the limited liability company is **VILLA LAS MARIAS, L.L.C.**
2. The name and street address of its initial registered agent and office in the state of Florida is:

Daniel J. Probst
3300 PGA Boulevard, Suite 350
Palm Beach Gardens, FL 33410

Having been named as a registered agent and designated to accept service of process for the above limited liability company, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


DANIEL J. PROBST

12-21-98
Date

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98 DEC 23 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of **VILLA LAS MARIAS, L.L.C.** deposes and says:


1. The limited liability company has one member;
2. The total amount of cash contributed by the member is \$120,000;
3. The agreed value of property other than cash contributed by member is -0-. The description and agreed value of non-cash contributions are as follows:

None
4. The total amount of cash or property anticipated to be contributed by members during the life of the limited company shall not exceed \$1,000,000.00. This total includes amounts from 2 and 3 above.


MARIA LOURDES ELIZECHE

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared **MARIA LOURDES ELIZECHE**, who is personally known to me or identified to me by the following form of identification _____, and who was sworn and said the statements in the forgoing document are true, this 18th day of December, 1998.


Notary Public
State of Florida at Large
My commission expires:



FILED
98 DEC 23 AM 11:03
TALLAHASSEE, FLORIDA
CLERK OF THE COURT