



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 134657 7176435

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 285.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 23 AM 8:45

ORDER DATE : February 15, 1999

ORDER TIME : 5:0 PM

ORDER NO. : 134657-005

CUSTOMER NO: 7176435

900002783809--4

CUSTOMER: Mr. Michael Conlon
MR. MICHAEL CONLON
MR. MICHAEL CONLON
4670 Baldric Street

Boca Raton, FL 33428

DOMESTIC FILING

NAME: HILLSBORO TEAM MANAGEMENT LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

L99-1001

name	<i>de</i>
Availability	<i>de</i>
Document	<i>de</i>
Company	<i>de</i>
State	<i>de</i>
Effective	<i>de</i>
Approved	<i>de</i>
Valid	<i>de</i>

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STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

HILLSBORO TEAM MANAGEMENT LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 4670 Baldric Street, Boca Raton, Florida, 33428.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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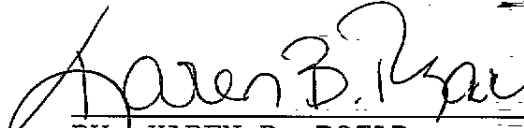
ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members is:

Member: Michael S. Conlon
4670 Baldric Street,
Boca Raton, Florida 33428

Vicki Powell
4670 Baldric Street,
Boca Raton, Florida 33428

The undersigned authorized representative of a member of HILLSBORO TEAM MANAGEMENT LLC hereby executes these articles of organization on this 16th day of February 1999.




BY: KAREN B. ROZAR
as its agent as authorized
representative of HILLSBORO
TEAM MANAGEMENT LLC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Karen B. Rozar

Dated:

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____
HILLSBORO TEAM MANAGEMENT LLC deposes and says:

- 1) the above named limited liability company has at least two members _____
- 2) the total amount of cash contributed by the member(s) is _____ \$ 2,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 8,000
- 5) the total amounts of 2, 3 and 4 is _____ \$ 10,000

Vicki Powell

Signature of a member or 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.)

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of HILLSBORO TEAM MANAGEMENT LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
day of 2-17, 1999.

Michael Conlon
WITNESS

MICHAEL CONLON
TYPED OR PRINTED NAME

John Reitmeyer
WITNESS

JOHN REITMEYER
TYPED OR PRINTED NAME

JKG

Vicki Powell
SIGNATURE

VICKI POWELL
TYPED OR PRINTED NAME

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