

CAPITAL CONNECTION INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8066 • Fax (850) 224-1722

L9900001176

~~ADP~~

Globe Office Building,
L.L.C.

800002791968--9

-03/02/99--01039--011

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

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
☒ L.C. File _____
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 _____

FILED
STATE
DIVISION OF CORPORATIONS
99 MAR -2 PM 1:14

RECEIVED

99 MAR -2 AM 10:52

(5)

OK

Signature

3/2/99

Requested by:

CS

3/2

9:47

Name

Date

Time

Walk-In

Will Pick Up

**ARTICLES OF ORGANIZATION
OF
GLOBE OFFICE BUILDING, L.L.C.**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR - 2 PM 1:14

ARTICLE I - NAME

The name of the Limited Liability Company is: GLOBE OFFICE BUILDING, L.L.C.

ARTICLE II - ADDRESS

The mailing address of the Limited Liability Company is: 12300 Alt. A1A, Suite 110, Palm Beach Gardens, FL 33410.

The street address of the principal office of the Limited Liability company is: 12300 Alt. A1A, Suite 110, Palm Beach Gardens, FL 33410.

ARTICLE III - DURATION

The duration of this Limited Liability Company shall be perpetual, or until it is dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of this Limited Liability Company is: 12300 Alt. A1A, Suite 110, Palm Beach Gardens, FL 33410. The name of the initial registered agent of the Limited Liability Company at that address is Roger W. Holmes.

ARTICLE V - INITIAL MEMBERS

The initial members of this Limited Liability Company are: Roger W. Holmes, Daniel T. Holmes, Christopher K. Holmes and David W. Holmes.

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ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

ARTICLE VII - MEMBERSHIP RESTRICTIONS

A member's interest in the Limited Liability Company may not be sold or otherwise transferred, except with the unanimous written consent of all members.

ARTICLE VIII - MEMBERS' RIGHTS TO CONTINUE 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, the remaining members shall have the right to continue the business by unanimous consent of the remaining members.

ARTICLE IX - MANAGEMENT

The Limited Liability Company shall be managed by the members. The names and addresses of the members who will serve as the managing members are: Roger W. Holmes, 181 Commodore Drive, Jupiter, FL 33477, and Daniel T. Holmes, 175 Bent Tree Drive, Palm Beach Gardens, FL 33418.

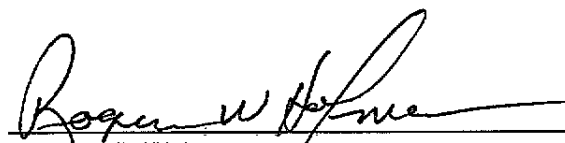
ARTICLE X - AFFIDAVIT OF MEMBERSHIP

In compliance with Section 608.407(2) of the Florida Limited Liability Company Act, the undersigned member or authorized representative of a member of GLOBE OFFICE BUILDING, L.L.C. certifies:

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1. The above named Limited Liability Company has at least one member.
2. The total amount of cash contributed by the members is \$200,000.
3. If any, the agreed value of property other than cash contributed by the members is \$0.
4. The total amount of cash or property anticipated to be contributed by the members is \$600,000. This total includes the amounts from 2 and 3 above.

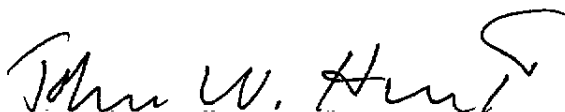
IN WITNESS WHEREOF, I have signed these Article of Organization and acknowledge them to be my act this 1st day of March, 1999.


Roger W. Holmes

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me on March 1, 1999, by Roger W. Holmes, who is personally known to me.

NOTARY PUBLIC
STATE OF FLORIDA
John W. Hewitt
Notary Public, State of Florida
Commission No. CC 599293
My Commission Exp. 11/6/2000
Bonded Through Fla. Notary Service & Bonding Co.


Notary Public, State of Florida

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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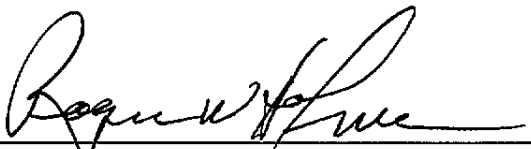
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is GLOBE OFFICE BUILDING, L.L.C.

The name of the registered agent for GLOBE OFFICE BUILDING, L.L.C. is Roger W. Holmes, and the street address of the principal office of the company where the agent is located is 12300 Alt. A1A, Suite 110, Palm Beach Gardens, Florida.

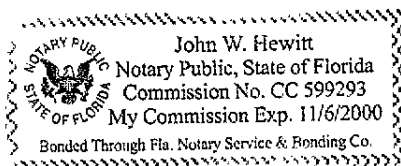
This statement is to acknowledge that, as indicated above, GLOBE OFFICE BUILDING, L.L.C. has appointed me, Roger W. Holmes, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to 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.

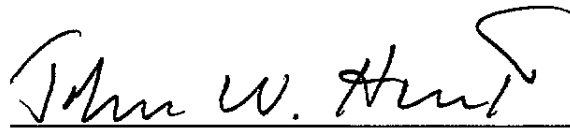
Signed on March 1, 1999.



Roger W. Holmes

The foregoing instrument was acknowledged before me on March 1, 1999, by Roger W. Holmes, agent on behalf of GLOBE OFFICE BUILDING, L.L.C., a limited liability company. He is personally known to me.





Notary Public, State of Florida