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ACCOUNT NO. : 072100000032

REFERENCE : 211027 7159131

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 20, 1999

ORDER TIME : 2:09 PM

ORDER NO. : 211027-005

700002845287--1

-04/21/99--01001--003

CUSTOMER NO: 7159131

\*\*\*\*285.00 \*\*\*\*285.00

CUSTOMER: Mr. Irving Shimoff  
IRVING SHIMOFF, ESQ.  
IRVING SHIMOFF, ESQ.  
Suite 3920  
100 Southeast 2nd St.  
Miami, FL 33131

DOMESTIC FILING

NAME: SOUTH BLOUNT, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	4/20/99	CERTIFIED COPY
Availability	XX	PLAIN STAMPED COPY
	da	CERTIFICATE OF GOOD STANDING
Document		
CONTACT PERSON:	James Guy	
	DCC	
	DCC	
Acting Secretary	DCC	
Secretary	DCC	

EXAMINER'S INITIALS: \_\_\_\_\_

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 APR 20 PM 3:14

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DIVISION OF CORPORATIONS  
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## ARTICLES OF ORGANIZATION

OF

### SOUTH BLOUNT, L.C.

The undersigned, for the purpose of forming a Limited Liability Company under Florida Statutes, hereby adopts the following Articles of Organization.

#### ARTICLE I - Name

The name of the Limited Liability Company is SOUTH BLOUNT, L.C. (the "Company").

#### ARTICLE II - Address

The street address of the initial principal office and mailing address of the Company is c/o Irving Shimoff, Esq., NationsBank Tower, 100 Southeast 2<sup>nd</sup> Street, Suite 3920, Miami, Florida 33131.

#### ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

#### ARTICLE IV - Management

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Jay Eisenberg  
9728 West Sample Road  
Coral Springs, FL 33065

#### ARTICLE V - Members Rights to Continue Business

The remaining members of the Company shall 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 Company.

#### ARTICLE VI - Commencement

The existence of the Company shall commence upon the filing of these Articles of Organization with the Secretary of State of the State of Florida.

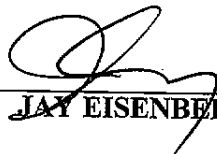
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**ARTICLES OF ORGANIZATION**

Page No. 2

**IN WITNESS WHEREOF**, the undersigned, a member of the Company, has executed these Articles of Organization this 16<sup>th</sup> day of April, 1999.

  
\_\_\_\_\_  
**JAY EISENBERG**

C:\Data\Articles of Organization, etc\Articles of Organization South Blount.wpd

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**AFFIDAVIT OF MEMBERSHIP & CONTRIBUTIONS**

STATE OF FLORIDA )

:SS.:

COUNTY OF Broward )

The undersigned, **JAY EISENBERG**, being duly sworn, deposes and says:

1. That South Blount, L.C. has at least two members.
2. The total amount of cash contributed by the members is \$185,000.00.
3. The agreed value of property other than cash contributed by members is none.
4. The total amount of cash or property anticipated to be contributed by members is \$185,000.00 This total includes the amounts set forth in paragraphs 2 and 3 above.

IN WITNESS WHEREOF, the undersigned has duly executed this Affidavit.

  
JAY EISENBERG


THE FOREGOING INSTRUMENT was sworn to before me this 16<sup>th</sup> day of April, 1999.

STATE OF FLORIDA )

SS:

COUNTY OF Broward )

  
\_\_\_\_\_, NOTARY PUBLIC  
PRINT, TYPE OR STAMP NAME OF NOTARY

 PATRICIA A WILLIAMS  
My Commission CC494585  
Expires Sep. 11, 1999

Personally known ✓  
or Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

**CERTIFICATION OF DESIGNATION OF REGISTERED**  
**AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF Section 608.415 or 608.507, Florida Statute,**  
the undersigned limited liability company submits the following statement in designating the  
Registered Office/Registered Agent in the State of Florida.

1. The name of the limited liability company is:

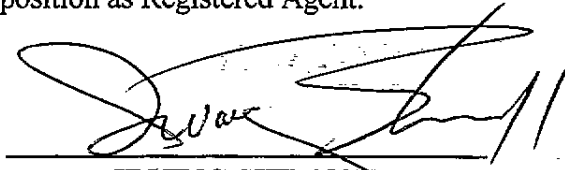
South Blount, L.C.

2. The name and address of the Registered Agent and Office is:

Irving Shimoff, Esq.  
NationsBank Tower  
100 Southeast 2<sup>nd</sup> Street  
Suite 3920  
Miami, Florida 33131.

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Having been named as Registered Agent and to accept service of process for the above stated  
limited liability company at the place stated 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 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.

  
**IRVING SHIMOFF**

**Dated: April 16, 1999**