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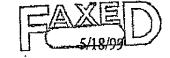
LIMITED LIABILITY COMPANY

Sterling Property Management LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$337.50

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 18, 1999

MARVIN S. ROSEN, ESQ. RUDEN, MCCLOSKY ET AL 222 LAKEVIEW AVENUE WEST PALM BEACH, FL 33401

SUBJECT: STERLING PROPERTY MANAGEMENT LLC

REF: W99000011658

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Cathy Mitchell Corporate Specialist FAX Aud. #: H99000011908 Letter Number: 199A00027567 FA#: H99-/1908

ARTICLES OF ORGANIZATION OF STERLING ORGANIZATION LLC a Florida Limited Liability Company

SECRETARY OF STATE DIVISION OF CORPORATIONS
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The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

- 1. NAME. The name of the Limited Liability Company is Sterling Organization LLC (the "Company").
- 2. <u>PERIOD OF DURATION</u>. The period of duration of the Company shall be perpetual.
- 3. PURPOSE. The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.
- 4. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The street address of the principal office and mailing address of the Company is 209 Phipps Plaza, Palm Beach, Florida 33480.
- 5. REGISTERED AGENT. The name and address of the initial registered agent for the Company is: Brian D. Kosoy, 209 Phipps Plaza, Palm Beach, Florida 33480.
- 6. <u>ADDITIONAL MEMBERS</u>. Members may admit additional members upon the consent of a majority in interest of the then existing members.

Prepared by:

Marvin S. Rosen, Esq., FL Bar # 394660

Ruden, McClosky, et al 222 Lakeview Avenue West Palm Beach, FL 33401

Phone: 561-838-4500 Fax:561-832-3036

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- 7. CONTINUITY OF BUSINESS. Upon 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, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the consent of remaining members owning a majority-in-interest of the profits interests and of the capital interests of the Company.
- 8. MANAGEMENT. The Company shall be managed its members, and their names and addresses are:

Member	A 371	<u>د</u> 2
	Address	466 31/18
A. David Kosoy	209 Phipps Plaza Palm Beach, FL 33480	SION OF
Brian D. Kosoy	209 Phipps Plaza Palm Beach, FL 33480	LED CONCOUNTIE AM IO: 32
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The undersigned have executed these Articles of Organization on the 1844

day of May, 1999.

STERLING ORGANIZATION LLC

Brian D. Kosoy, Member

Prepared by:

Marvin S. Rosen, Esq., FL Bar # 394660

Ruden, McClosky, et al 222 Lakeview Avenue West Paim Beach, FL 33401

Phone: 561-838-4500 Fax:561-832-3036

PA#: H99- //908

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative of the members of Sterling Organization LLC deposes and says:

- 1. The above named limited liability company has at least one member.
- 2. The total amount of cash contributed by the members is \$1,000.00.
- 3. No property other than cash is being contributed by the members.
- 4. No additional cash or property is anticipated to be contributed by the members.
- 5. The total amount of contributions by the members is \$1,000.00.

SECRETARY OF STATE DIVISION OF CONCORATION

Brian D. Kosoy, 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.)

FA#: H99- 11908

CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, 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: Sterling Organization LLC.
- The name and address of the registered agent and office is:

Brian D. Kosoy 209 Phipps Plaza Palm Beach, Florida 33480 DIVISION OF CORTORATIONS

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in its 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.

Brian D Kosoy Registered Agent May 18 1999 (Date) 1

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