

L99000004164



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 303302 8739A

AUTHORIZATION :

*Patricia Pignatelli*

COST LIMIT : \$ 285.00

ORDER DATE : July 12, 1999

ORDER TIME : 10:40 AM

ORDER NO. : 303302-005

CUSTOMER NO: 8739A

500002928535--5

CUSTOMER: Jonathan Shepard, Esq  
SIEGEL LIPMAN DUNAY & SHEPARD,  
SIEGEL LIPMAN DUNAY & SHEPARD,  
Suite 801  
5355 Town Center Road  
Boca Raton, FL 33486

DOMESTIC FILING

NAME: CHARLSTON BUILDERS, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

FILED  
99 JUL 12 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 JUL 12 PM 12:00  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*Sc  
7-12-99*

**ARTICLES OF ORGANIZATION  
OF  
CHARLSTON BUILDERS, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

**Article I - Name**

The name of the Limited Liability Company is Charleston Builders, LLC

**Article II - Address**

The mailing address and street address of the principal office of the Limited Liability Company is c/o Howard Torn Construction Associates, 2001 West Sample Road, Suite 305, Pompano Beach, Florida 33064.

**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 a manager. The name and address of the manager, who shall serve as the manager until the first annual meeting of members or until his successor is elected and qualifies, is Charles Mishner, c/o Howard Torn Construction Associates, 2001 West Sample Road, Suite 305, Pompano Beach, Florida 33064.

**Article V - Members' Right to Admit Additional Members**

The Limited Liability Company shall have the right to admit additional members upon the approving vote of all of the existing members of the Limited Liability Company for such consideration as all of the members shall determine.

**Article VI - Members' Rights to Continue Business**

On the death, withdrawal, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, the remaining members of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company by vote of a majority in interest of the remaining members.

The undersigned member of Charleston Builders, LLC, has executed these Articles of Organization as of July 9, 1999.

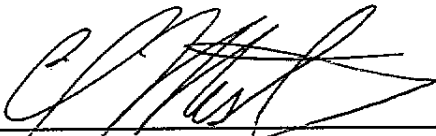
  
Charles Mishner, Member

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
OF  
CHARLSTON BUILDERS, LLC**

The undersigned member of Charlston Builders, LLC, certifies:

1. The above-named limited liability company has at least one member.
2. The total amount of cash contributed by the members is Two Hundred Twenty Thousand Dollars (\$220,000).
3. No property other than cash has been contributed by the members.
4. The total amount of cash and property contributed and anticipated to be contributed by members is Two Hundred Twenty Thousand Dollars (\$220,000).

Dated: July 9, 1999

  
\_\_\_\_\_  
Charles Mishner, Member

99 JUL 12 PM 1:04  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE  
OF  
CHARLSTON BUILDERS, LLC**

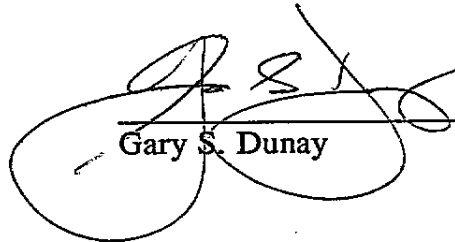
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA  
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS  
THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE  
AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is Charleston Builders, LLC.
2. The name and the Florida street address of the registered agent and office are:

Gary S. Dunay  
5355 Town Center Road, Suite 801  
Boca Raton, Florida 33486

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 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.

Dated: July 9, 1999

  
\_\_\_\_\_  
Gary S. Dunay