



THE UNITED STATES
CORPORATION
COMPANY

L99000004877

ACCOUNT NO. : 072100000032

REFERENCE : 329975 7130834

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 4, 1999

ORDER TIME : 11:58 AM

ORDER NO. : 329975-005

CUSTOMER NO: 7130834

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-08/04/99--01069--023

****337.50 ****337.50

CUSTOMER: Abraham Mora, Esq
KAYE SCHOLER FIERMAN HAYS &
KAYE SCHOLER FIERMAN HAYS &
777 S. Flagler Dr.
Suite 1002 West Tower
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: PAUBRIA, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -4 PM 4: 11

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99 AUG -4 PM 1: 02
DIVISION OF CORPORATIONS
TELEPHONE ROOM

W99-18058

BK 8/4/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 4, 1999

CSC

RESUBMIT

Please give original
submission date as file date.

SUBJECT: PAUBRIA, L.L.C.
Ref. Number: W99000018058

FILED STATE
SECRETARY OF CORPORATIONS
99 AUG -4 PM 4:11

We have received your document for PAUBRIA, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 099A00039541

RECEIVED
99 AUG -6 AM 10:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

PAUBRIA, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -4 PM 4:11

FIRST: The name of the Limited Liability Company is PAUBRIA, L.L.C.

SECOND: The period of duration for the Limited Liability Company shall be from the date the Articles of Organization are filed to December 31, 2050, or earlier as provided for in the Operating Agreement of this Limited Liability Company.

THIRD: The mailing address and street address of the principal office of this Limited Liability Company is 19112 Beckett Drive, Odessa, Florida 33556.

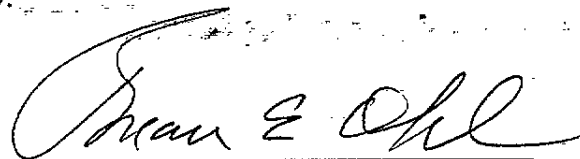
FOURTH: The street address of the initial Registered Office is Kaye, Scholer, Fierman, Hays & Handler, LLP, 777 S. Flagler Drive, Suite 1002, West Tower, West Palm Beach, Florida 33401, and the name of the initial Registered Agent of this Limited Liability Company at that address is Abraham M. Mora.

FIFTH: Additional Members may not be admitted.

SIXTH: Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, the remaining Members may continue the business.

SEVENTH: The Limited Liability Company is to be managed by the Members and the names and address of the Member is Brian E. Ohl, Trustee under Agreement dated 8/2/95 as Amended, 19112 Beckett Drive, Odessa, Florida 33556.

IN WITNESS WHEREOF, the undersigned, a Member, has executed these Articles of Organization this 3 day of August, 1999.



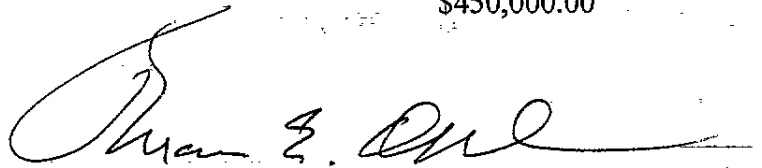
Brian E. Ohl, Trustee under Agreement dated 8/2/95 as Amended

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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The undersigned, a member of PAUBRIA, L.L.C. deposes and says:

- (1) the above named limited liability company has at least one member
- (2) the total amount of cash contributed by the member(s) is \$ 0.00
- (3) if any, the agreed value of property other than cash contributed by member(s) is \$450,000.00
- (4) the amount of cash or property anticipated to be contributed by member(s) is \$ 0.00
- (5) the total amount of 2, 3 and 4 is: \$450,000.00



Brian E. Ohi, Trustee under Agreement dated
8/2/95, as Amended

(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.)

ATTACHMENT TO AFFIDAVIT OF MEMBERSHIP
AND CONTRIBUTIONS

The property to be contributed to Paubria, L.L.C. is the real property located at 19112 Beckett Drive, Odessa, Florida 33556, having an agreed value equivalent to its purchase price of \$450,000.

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**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

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

FILED STATE
SECRETARY OF CORPORATIONS
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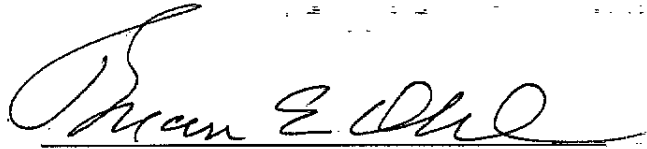
The name of the Limited Liability Company is: PAUBRIA, L.L.C.

The name of the registered agent is: ABRAHAM M. MORA, ESQUIRE

The address of the registered office is: KAYE, SCHOLER, FIERMAN, HAYS & HANDLER, LLP, 777 SOUTH FLAGLER DRIVE, SUITE 1002, WEST TOWER, WEST PALM BEACH, FLORIDA 33401.

Date:

August 4, 1999



Brian E. Ohl, Trustee under Agreement dated
8/2/95, as Amended

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.

Abraham M. Mora
Abraham M. Mora, Esquire

8/4/99
Date