

L99000005665



ACCOUNT NO. : 072100000032

REFERENCE : 361338 7176435

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 285.00

ORDER DATE : September 1, 1999

ORDER TIME : 9:46 AM

ORDER NO. : 361338-005

CUSTOMER NO: 7176435

CUSTOMER: Mr. Michael Conlon
MR. MICHAEL CONLON
MR. MICHAEL CONLON
4670 Baldric Street

Boca Raton, FL 33428

DOMESTIC FILING

NAME: HILLSBORO TEAM MANAGEMENT II
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: Angie Glisar

EXAMINER'S INITIALS:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Name	<i>OR 9-9</i>
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W. P.	<i>OR</i>

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

HILLSBORO TEAM MANAGEMENT II LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal of the Limited Liability Company is: 4670 Baldric Street Boca Raton, Florida 33428.

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ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: 30 YEARS

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Member: Michael S. Conlon 4670 Baldric Street
Boca Raton, Florida 33428

Vicki Powell 4670 Baldric Street
Boca Raton, Florida 33428

The undersigned authorized representative of a member of
HILLSBORO TEAM MANAGEMENT II LLC hereby executes these articles
of organization on this 9th Day of September 1999.

CORPORATION SERVICE COMPANY

Deborah D. Skipper

BY: Deborah D. Skipper, as it's
agent authorized representative of
HILLSBORO TEAM MANAGEMENT II LLC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation
authorized to transact business in this State, having a
business office identical with the registered office of the
Limited Liability Company named above, and having been
designated as the registered agent in the above and
foregoing articles, is familiar with and accepts the obligations
of the position of registered agent under Section 608.415
608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

Dated: September 9, 1999

TAP/agl

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TALLAHASSEE, FLORIDA

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of HILLSBORO TEAM MANAGEMENT II LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
2 day of SEPTEMBER, 1999.

John Reitmyer
WITNESS

JOHN REITMEYER
TYPED OR PRINTED NAME

Vicki Powell
WITNESS

VICKI POWELL
TYPED OR PRINTED NAME

Michael S Conlon
SIGNATURE

MICHAEL S. CONLON
TYPED OR PRINTED NAME

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of HILLSBORO TEAM MANAGEMENT II LLC deposes and says:

- 1) the above named limited liability company has at least two members:
- 2) the total amount of cash contributed by the member(s) is \$10,000:
- 3) if any, the agreed value of property other than cash contributed by member(s) is 0:
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$10,000:
- 5) the total amount of 2, 3, and 4 is: \$20,000.

Laura R. Dunlap as agent for Corporation
Service Company in its capacity authorized
representative of a member of
HILLSBORO TEAM MANAGEMENT II LLC

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