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ACCOUNT NO. : 072100000032
REFERENCE : 655360 4803460
AUTHORIZATION : Patricia Pizutto
COST LIMIT : \$ 125.00

FILED
00 APR 10 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 7, 2000

ORDER TIME : 2:06 PM

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ORDER NO. : 655360-005

CUSTOMER NO: 4803460

CUSTOMER: Nicolle Jinks, Paralegal
LOWENSTEIN SANDLER PC
LOWENSTEIN SANDLER PC
65 Livingston Avenue

Roseland, NJ 07068-1791

DOMESTIC FILING

NAME: 354 SOUTH BEACH ROAD, 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: Darlene Ward

EXAMINER'S INITIALS:

200-4085

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|-------------------|-------------|
| Name Availability | 4-10 |
| Document Examined | [Signature] |
| Updated | [Signature] |
| Verified | [Signature] |
| Acknowledged | [Signature] |
| W. P. V. | [Signature] |

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
354 SOUTH BEACH ROAD, L.L.C.
(Pursuant to Chapter 608, Florida Statutes)

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00 APR 10 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as an authorized person, in order to form a limited liability company under Chapter 608, Florida Statutes, does hereby certify as follows:

Article I

The name of the company is 354 South Beach Road, L.L.C. (the "Company").

Article II

The mailing address and the street address of the principal office of the limited liability company is at c/o Gordon O. Danser, C.P.A., Danser, Balaam & Frank, 5 Independence Way, Princeton, New Jersey 08540.

Article III

The name and the street address of the registered agent for service of process on the Company in the State of Florida is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301-2607.

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 as provided for in Chapter 608, F.S.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
Name: **Deborah D. Skipper**
Title: **as its agent**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Article IV

The management of the Company shall be vested in a manager or managers, who shall have the full authority to take all actions on behalf of the Company, including, without limitation, the right to enter into contracts, borrow money, hire employees and professional advisors and commence and defend lawsuits.

IN WITNESS WHEREOF, the undersigned has executed this Articles of Organization certificate on April 7, 2000.

George J. Mazin
George J. Mazin, Authorized Person