

Charter Number Only

L00000011899

VALIDATION ONLY

9/21/88
~~Arlando Delgado~~
~~Edward S. Levine~~

Requestor's Name

321 Minnow Ave

Address

C. Gruber Pl 33134

City

State

ZIP

Phone

700003410707--1

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***155.00 ***155.00

CORPORATION(S) NAME

Gruber Plaza, L.C.

00 OCT -2 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FILED
Empire Toll Free: 1-800-432-3028

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| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

**GRUBER PLAZA, L.C.,
a Limited Liability Company**

We, the undersigned, for the purposes of forming a Limited Liability Company for profit, pursuant to the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, do hereby make, subscribe, acknowledge and file the following Articles of Organization:

**ARTICLE I
NAME**

The name of this limited liability company shall be:

GRUBER PLAZA, L.C.

**ARTICLES II
DURATION**

This limited liability company shall have a period of duration of thirty (30) years from the date of the filing of these Articles of organization with the Florida Department of State, unless earlier terminated as allowed by law.

**ARTICLE III
PURPOSE**

This limited liability company shall have the authority to engage in any activity or business permitted under the laws of the United States and of the law of the State of Florida, and the law of any other jurisdiction wherein it may conduct business. This limited liability company may conduct business within or without the State of Florida anywhere in the world that it may so select.

**ARTICLE IV
PRINCIPAL OFFICE AND REGISTERED AGENT**

The street address of the initial principal office of this limited liability company in the State of Florida shall be: 328 Minorca Avenue, Coral Gables, Florida 33134.

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The name and address of the registered agent shall be:

**Edward S. Levine
328 Minorca Avenue
Coral Gables, FL 33134**

The managers of this limited liability company may, from time to time, move the principal or registered office to any other address within or without the State of Florida to which it seems pertinent in the interest of the company.

**ARTICLE V
AUTHORITY TO EXECUTE DOCUMENTS**

Kenneth A. Gruber is hereby appointed as the member authorized to execute such documents on behalf of this limited liability company to encumber, convey, sell, mortgage, lease or otherwise deal with this limited liability company's real property.

**ARTICLE VI
ADDITIONAL MEMBERS**

The members of this limited liability company may admit additional members only upon unanimous consent of all then existing members.

**ARTICLE VII
CONTINUATION OF BUSINESS**

The remaining members of this limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any other member of this limited liability company, or upon the occurrence of any other event which would terminate the continued membership of a member in this limited liability company, upon unanimous agreement of the remaining members.

**ARTICLE VIII
MANAGEMENT**

Management of the company is reserved to the members. The names and addresses of the members are:

	NAME	ADDRESS
1.	Kenneth A. Gruber	26-L Nob Hill Roseland, N.J. 07068

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ARTICLE VIII (CONTINUED)

	NAME	ADDRESS
2.	David J. Gruber	<u>12 Cromwell Dr.</u> <u>Morristown, N.J. 07960</u>
3.	Susan L. Gruber	1 Horizon Road Apt. 1071 Fort Lee, N.J. 07024

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ARTICLE IX
AMENDMENT AND REGULATIONS OF THE COMPANY

The power to adopt, alter, amend or repeal these Articles of Organization and the Regulations governing this limited liability company shall be vested in the members of the company and the vote shall be by all of the ownership interest in the company.


IN WITNESS WHEREOF, the undersigned has executed these articles of Organization this 27 day of September, 2000.

 (Seal)
KENNETH A. GRUBER, Member

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHO PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:


FIRST, Gruber Plaza, L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Dade County, State of Florida, has named Edward S. Levine as its agent to accept service of process within Florida.


KENNETH A. GRUBER, Member

9-27-00

Date

I, having been named to accept service of process for the above-stated limited liability company at the place designated in this certificate, hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


EDWARD S. LEVINE
328 Minorca Avenue
Coral Gables, Florida 33134

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