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at Law

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STUART, FLORIDA 34994
561-287-1220, FAX 561-287-5880

February 6, 2002

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

In Re: Articles of Organization

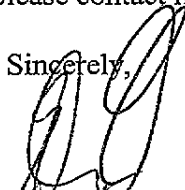
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****125.00 ****125.00

Dear Sir/Madam:

Enclosed please find a check in the amount of \$125.00 for filing of the Articles of Organization for a limited liability company named 3121 Property Management, L.L.C. I have also enclosed the original and one copy of the Articles of Organization.

If you should need any further information, please contact me.

Sincerely,



Glenn J. Webber, Esq.

GJW/sc
Encl.

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION

3121 PROPERTY MANAGEMENT, L.L.C.

ARTICLE I - Name: The name of the Limited Liability Company shall be 3121 PROPERTY MANAGEMENT, L.L.C.

ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is: 272 Highland Avenue, Upper Montclair, NJ 07043.

ARTICLE III - Registered Agent: The name and street address of the Limited Liability Company's initial Registered Agent for service of process in this State is as follows: GLENN J. WEBBER, 759 S. Federal Highway, Suite 208, Stuart, FL 34994.

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ARTICLE IV - Management: The Limited Liability Company will be a manager-managed company and the name and address of the initial manager is: NANCY TUROCK, 272 Highland Avenue, Upper Montclair, NJ 07043.

The manager may be changed, or additional managing members may be added, as provided by the Operating Agreement.

ARTICLE V - Members: The rights, obligations, and

other matters regarding the members shall be set forth in the Operating Agreement to be signed by the Manager and the initial Members.

ARTICLE VI - Transfer of Interests: A Member may not assign or transfer his or her interest in the Company except as may be permitted by the Operating Agreement.

ARTICLE VII - Members Rights to Continue Business: If there is more than one Member, the remaining members of the limited liability company will have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, subject to such provisions governing such event as may be set forth in the Operating Agreement.

ARTICLE VIII - Controlling Law: If the Company does not have an Operating Agreement, as may be allowed under Florida Statutes, then the provisions of Chapter 608, Florida Statutes, or successor statutory

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provisions, will serve to govern the operations of the Company.

BY: Nancy Turock
NANCY TUROCK, Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

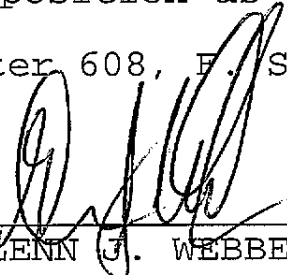
PURSUANT TO THE PROVISIONS OF SECTION 608.415
608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED
LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO
DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN
THE STATE OF FLORIDA.

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1. The name of the limited liability company is:
3121 PROPERTY MANAGEMENT, L.L.C.

2. The name and the Florida street address of the
registered agent are: GLENN J. WEBBER, 759 S. Federal
Highway, Suite 208, Stuart, FL 34994.

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.



GLENN J. WEBBER

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