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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

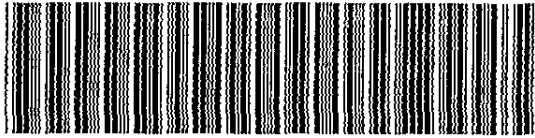
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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APPROVED AND FILED
03 FEB -4 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
2-5-03

ANSBACHER & SCHNEIDER, P. A.

ATTORNEYS AT LAW
5150 BELFORT ROAD
BUILDING 100
JACKSONVILLE, FLORIDA 32256

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WRITER'S INTERNET ADDRESS:
MICHAEL.SCHNEIDER@JAZZLAW.COM
WRITER'S DIRECT LINE
(904) 296-0637 x3002

February 3, 2003

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

Dear Sir or Madam:

I enclose herewith the following:

1. Articles of Organization for Miami Gardens Acquisition, L.L.C.;
2. Check number 206246 in the amount of \$125.00 for the filing fee and designation of Registered Agent for Miami Gardens Acquisition, L.L.C.;
3. Articles of Organization for Miami Gardens Out Parcel Acquisition, L.L.C.; and
4. Check number 206245 in the amount of \$125.00 for the filing fee and designation of Registered Agent for Miami Gardens Out Parcel Acquisition, L.L.C.

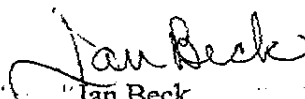
Please file the Articles of Organization listed in items 1 and 3 above. The letter of acknowledgment for both of the filings should be sent to:

ATTN: Jan Beck
Ansbacher & Schneider, P.A.
P.O. Box 551260
Jacksonville, FL 32255-1260

Please call me at (904) 296-0100 if you have any questions regarding this matter.

Very truly yours,

Ansbacher & Schneider, P.A.


Jan Beck
Legal Assistant

/jb
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

MIAMI GARDENS ACQUISITION, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

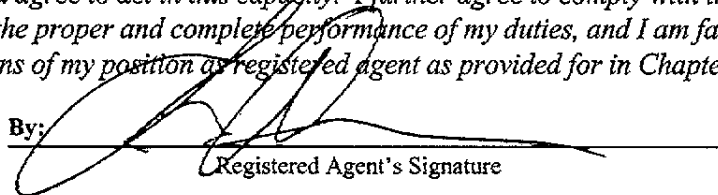
Old Mill Plaza, Suite A, 2100 Highway 35, Sea Girt, New Jersey, 08750

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Lewis Ansbacher, Esquire
Name
c/o Ansbacher & Schneider, 5150 Bellfort Road South
Florida street address (P.O. Box NOT acceptable)
Jacksonville FL 32256
City, State, and Zip

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.

By: 
Registered Agent's Signature

(An additional article must be added if an effective date is requested)


Signature of a member or an authorized representative of a 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.)

Alan N. Escott, Authorized Representative
Typed or printed name of signee

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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