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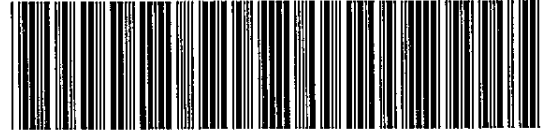
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STATE CORPORATION

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J. BRYAN JUL 26 2004

CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: TRICIA TADLOCK
DATE: 07-27-04
REF. #: 0958.28478
CORP. NAME: FRITZ FAMILY W.M., L.L.C.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 508950 FOR \$ 130.00.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
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| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input checked="" type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

FRITZ FAMILY W. M., L.L.C.

a Florida Limited Liability Company

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ARTICLE I
NAME

The name of this Limited Liability Company is

FRITZ FAMILY W. M., L.L.C., (the "Company").

ARTICLE II
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III
ADDRESS

The mailing and physical street address of the Company 's principal office and place of business is 160 N.W. 7th Street, Boca Raton, FL 33432.

ARTICLE IV
DURATION

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company 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, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

**ARTICLE V
MANAGEMENT
MANAGER MANAGED**

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company. The initial Managers of this company are George J. Fritz is 160 N. W. 7th Street, Boca Raton, FL 33432; Kevin G. Fritz, whose business address is 5 Henning Drive, Fairfield, NJ 07004 and Robert G. Fritz, whose business address is 3 Garner Road, Bloomsbury, NJ 08804.

**ARTICLE VI
MEMBERS**

The names and addresses of the initial members are as follows:

MACDONALD DRIVE ASSOCIATES, L.L.C.
160 N.W. 7th Street
Boca Raton, FL 33432

**ARTICLE VII
MEMBER VOTING**

A. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

**ARTICLE VIII
ADOPTION OF OPERATING AGREEMENT**

The members shall adopt an Operating Agreement for the Company, which Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

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**ARTICLE IX
AMENDMENT OF ARTICLES OF ORGANIZATION**

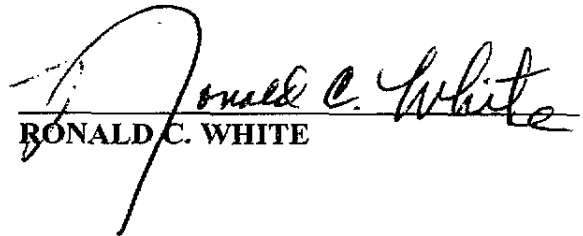
These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Operating Agreement 160 N.W. 7th Street Boca Raton, FL 33432 permitting said amendment, at any annual or special meeting.

**ARTICLE X
DESIGNATION OF REGISTERED AGENT AND
ADDRESS OF REGISTERED AGENTS OFFICE**

The initial Registered Agent is designated as Ronald C. White, Esq. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

The street address of the initial registered office of this limited liability company in the State of Florida is 5348 First Avenue North, St. Petersburg, FL 33710. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 23rd day of July, 2004.


RONALD C. WHITE

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TALLAHASSEE, FLORIDA

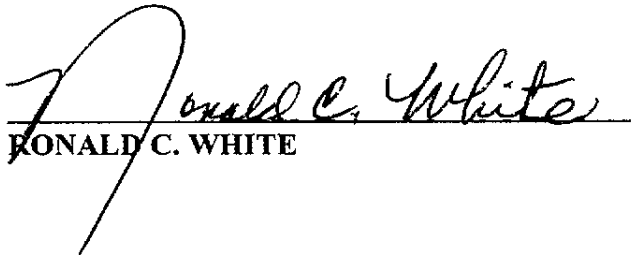
**ACCEPTANCE OF REGISTERED AGENT
OF FRITZ FAMILY W.M., L.L.C.**

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of **FRITZ FAMILY W. M., L.L.C.**, Ronald C. White, Esq., the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

5348 First Avenue North
St. Petersburg, Florida 33710

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

Signed this 23rd day of July, 2004.


RONALD C. WHITE

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TALLAHASSEE, FLORIDA