

*J 9500000715*  
**Gottlieb & Gottlieb**  
ATTORNEYS AT LAW  
A Professional Association

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Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 33301

09/07/1995

800001584998  
-09/14/95--01073--003  
\*\*\*337.50 \*\*\*337.50

RE: MASSRY FLORIDA, L.C.

OUR FILE NUMBER: 3222

Gentlemen:

Enclosed please find two (2) originals of the Articles of Organization for MASSRY FLORIDA, L.C. and our trust account check in the amount of \$337.50 representing your cost for filing the Articles of Organization and Affidavit.

Please proceed to immediately file the enclosed Articles, then return a certified copy of the Secretary's Certificate to the undersigned along with one copy of the Articles.

Thank you for your prompt attention to this matter.

Very truly yours,

GOTTLIEB & GOTTLIEB, P.A.

  
Bruce M. Gottlieb

BMG/aw  
Enclosures

ARTICLES OF ORGANIZATION OF  
MASSRY FLORIDA, L.C.

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purpose of forming a limited liability company, under the laws of the State of Florida, do hereby set forth the following:

ARTICLE I

NAME

The name of the limited liability company is: MASSRY FLORIDA,  
L.C.

ARTICLE II

PERIOD OF DURATION

The period of duration of the limited liability company shall be from the date of filing until the dissolution of the limited liability company pursuant to provisions of the Florida Limited Liability Company Act.

ARTICLE III

PURPOSE

The purpose for which the limited liability company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The limited liability company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE IV

ADDRESS OF PLACE OF BUSINESS

The address of the place of business in Florida  
is 19355 Turnberry Way, Apt. 14J, No. Miami Beach, FL 33180

ARTICLE V

REGISTERED AGENT

The name and address of the initial registered agent in  
Florida of the limited liability company is Morris Massry, at \_\_\_\_\_  
19355 Turnberry Way, Apt. 14J, No. Miami Beach, FL 33180.

ARTICLE VI

ADDITIONAL CONTRIBUTIONS

The total additional contributions, if any, agreed to be made  
by all members and the times at which, or the events happening of  
which, that shall be made are as follows: No total additional  
contributions have been agreed to at the date of filing these  
Articles of Organization. Additional contributions, if any, will be  
made upon unanimous agreement by all of the members of the limited  
liability company, and in accord with Chapter 608 Florida Statutes.

ARTICLE VII

ADDITIONAL MEMBERS

Members may admit additional members upon unanimous agreement  
of the then existing members.

ARTICLE VIII

CONTINUITY OF BUSINESS

Upon 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, the business of the limited liability company shall not be continued and the limited liability company shall be dissolved unless there is obtained the consent of all the remaining members of the limited liability company.

ARTICLE IX

MANAGEMENT

The limited liability company is to be managed by its managers. The name and address of the initial managers of the limited liability company are as follows:

NAME:

ADDRESS:

MORRIS MASSRY

19355 Turnberry Way, Apt. 14J  
No. Miami Beach, FL 33180

The initial manager shall serve until his successor is elected and qualifies.

EXECUTED at Albany, New York, on this 17<sup>th</sup> day of Sept., 1995.

MM FAMILY LIMITED PARTNERSHIP, a  
New York Limited Partnership

By: [Signature]  
MORRIS MASSRY, General Partner

By: [Signature]  
JACK BIBAS

By: [Signature]  
MICHAEL BOSSERT

STATE OF New York  
COUNTY OF Albany

The foregoing Articles of Organization were acknowledged before me this 1st day of September, 1995, by MORRIS MASSRY, a General Partner of MM FAMILY LIMITED PARTNERSHIP, a New York Limited Partnership, a member of MASSRY FLORIDA, L.C., a Florida limited liability company, to be formed, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

NOTARY PUBLIC:

Sign: Donnie L. Matson  
Print: DONNIE L. MATSON  
My Commission expires: Notary Public, State of New York  
Qualified in Albany County  
Reg. No. 4046030  
Commission Expires May 31, 1997

STATE OF New York  
COUNTY OF Albany

The foregoing Articles of Incorporation were acknowledged before me this 1st day of September, 1995, by JACK BIBAS, a member of MASSRY FLORIDA, L.C., a Florida limited liability company, to be formed, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

NOTARY PUBLIC:

Sign: Donnie L. Matson  
Print: DONNIE L. MATSON  
My Commission expires: Notary Public, State of New York  
Qualified in Albany County  
Reg. No. 4046030  
Commission Expires May 31, 1997

STATE OF New York  
COUNTY OF Albany

The foregoing Articles of Incorporation were acknowledged before me this 1st day of September, 1995, by MICHAEL BOSSERT, a member of MASSRY FLORIDA, L.C., a Florida limited liability company, to be formed, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

NOTARY PUBLIC:

Sign: Donnie L. Matson  
Print: DONNIE L. MATSON  
My Commission expires: Notary Public, State of New York  
Qualified in Albany County  
Reg. No. 4046030  
Commission Expires May 31, 1997

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of \_\_\_\_\_  
MASSRY FLORIDA, L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 10,000.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 10,000.00 . This total includes amounts from 2 and 3 above.



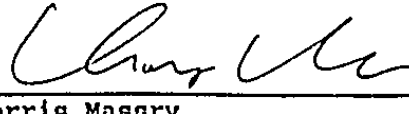
Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILING FEE: \$ 250 for Articles of Organization and Affidavit

ACCEPTANCE BY REGISTERED AGENT

HAVING been appointed the registered agent for MASSRY FLORIDA, L.C., the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statute Section 608.415, and is herewith simultaneously designated as the registered agent by MASSRY FLORIDA, L.C.

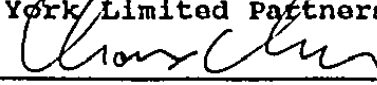
EXECUTED this 15<sup>th</sup> day of September 1995.

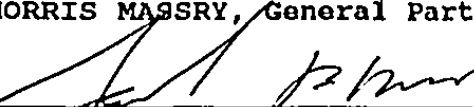


Morris Massry  
Registered Agent

FOR THE LIMITED LIABILITY COMPANY:

MM FAMILY LIMITED PARTNERSHIP, a  
New York Limited Partnership

By:   
MORRIS MASSRY, General Partner

By:   
JACK BIBAS


By:   
MICHAEL BOSSERT

**FILE NOW: Fee after May 1, will be \$263.75**

APPROVED  
AND  
FILED

MAR 12 - 6 11 10 59  
MILWAUKEE, FLORIDA

LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Northam  
Secretary of State  
DIVISION OF CORPORATIONS

**FILING FEE \$ 238.75** Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee  
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company  
**DOCUMENT #L95000000715**  
MASSRY FLORIDA, L.C.  
19355 TURNBERRY WAY  
APARTMENT 14J  
NORTH MIAMI BEACH FL 33180

1a. Principal Place of Business Address  
19355 TURNBERRY WAY  
APARTMENT 14J  
NORTH MIAMI BEACH FL 33180

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business

2a. Mailing Address

Suite, Apt. #, etc. Suite, Apt. #, etc.

City & State City & State

Zip Country Zip Country

3. Date Organized or Qualified 09/14/1995

3a. State of Formation FL

4. FEI Number 14-1785920

5. Date of Last Report

6. Certificate of Status Desired  
 Applied For  
 Not Applicable  
 Additional Fee Required

7. Name and Address of Current Registered Agent  
MASSRY, MORRIS  
19355 TURNBERRY WAY  
APARTMENT 14J  
NORTH MIAMI BEACH FL 33180

8. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City Zip Code  
FL

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
(Registered Agent Accepting Appointment) (If 311, Registered Agent signature required when registering)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	MASSRY, MORRIS	19355 TURNBERRY WAY, APART	NORTH MIAMI BEACH FL
			700001744197 -03/15/96--01024--009 ****238.75 ****238.75

SP  
3/12/96

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this Annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: \_\_\_\_\_ DATE: 3/1/96 518 458-8500