L97000020151

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
_____
_____
PHONE ( ) _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee $ _____ Our $ _____

RECEIVED
97 FEB -3 AM 9:58
DIVISION OF CORPORATION

RE: Engelberg, Cantor, Leone & Milgrim, PL

	C.C. FEE.	DISBURSED
____ Capital Express℠		
✓ Art. of Inc. File		
____ Corp. Record Search		
____ Ltd. Partnership File		
____ Foreign Corp. File		
✓ ( ) Cert. Copy(s)		
____ Art. of Amend. File		
____ Dissolution/Withdrawal		
____ C U S-		
____ Fictitious Name File		
____ Name Reservation 800002084548--5		
____ Annual Report/Reinstatement 02/11/97--01196--003		
____ Reg. Agent Service	****337.50	****337.50
____ Document Filing		
____ Corporate Kit		
____ Vehicle Search		
____ Driving Record		
____ Document Retrieval		
____ UCC 1 or 3 File		
____ UCC 11 Search		
____ UCC 11 Retrieval		
____ ____ File No.'s, ____ Copies		
____ Courier Service ____		
____ Shipping/Handling		
____ Phone ( )		
____ Top Priority _____		
____ Express Mail Prep. ____		
____ FAX ( ) pgs.		
SUBTOTALS _____		

97 FEB -5 AM 10:19
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TX 1122 1126 1127 1215

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY			

WALK-IN
Will Pick Up 2/3 12:00 Date 2/4

FEE	$
DISBURSED	$
SURCHARGE	$
TAX on corporate supplies	$
SUBTOTAL	$
PREPAID	$
BALANCE DUE	$
_____	$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

11-2529-7 FORDERS INC., THOMASVILLE, GA.

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 3, 1997

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: ENGELBERG, CANTOR, LEONE & MILGRIM, P.L.
Ref. Number: W97000002580

We have received your document for ENGELBERG, CANTOR, LEONE & MILGRIM, P.L. and your check(s) totaling $337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the street address of the initial principal office, and, if different, the mailing address of the limited liability company.

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return the enclosed check for $337.50 or a newly issued check with your corrected document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 597A00005425

RECEIVED
97 FEB -4 AM 9:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Corrected

TX

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

FILED
97 FEB -6 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES
OF ORGANIZATION OF

ENGELBERG, CANTOR, LEONE & MILGRIM, P.L.

WE, THE UNDERSIGNED, who intend to form and create a Professional Limited Liability Company, as defined in Section 621.03(3) of the Florida Statutes, do hereby state and certify the following:

1. **Name of Professional Limited Liability Company.** The name of the Professional Limited Liability Company (the "Company") shall be **ENGELBERG, CANTOR, LEONE & MILGRIM, P.L.**

2. **Location of Company Office.** The registered office of the Company is located at **3230 Stirling Road, Hollywood, FL 33021.** Its registered agent is FREDERICK LEONE, JR., whose address is the same. The registered office and the principal office are the same.

3. **Purpose of Company.** The purpose for which the Company is formed is to render Professional Service, as that term is defined in Section 621.03(1) of the Florida Statutes, as attorneys licensed to practice in the State of Florida, and to engage in any other lawful activity in which a Professional Limited Liability Company may engage under the laws of the State of Florida.

4. **Duration of Company.** The Company shall have a duration of thirty (30) years.

5. **Ownership Units; Capital Contributions.**

(a) The maximum number of ownership units which the Company is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

(b) The total amount of cash to be contributed by each of the members shall be equal to One Dollar ($1.00) multiplied by the number of ownership units to which that member has subscribed. No property, other than cash, shall be contributed. No agreements have been made for the contribution by any member of any additional cash or property.

6. **Admission of New Members.** Subject to unanimous consent, the members of the Company shall have the right to admit new members; provided, however, that no individual shall be permitted to be a member of the Company unless that individual is licensed to practice as an attorney in the State of Florida; that no entity shall be permitted to be a member of the Company unless that entity is another professional limited liability company or a professional corporation, as that term is defined in Section 621.03(2) of the Florida Statutes; that no professional limited liability company or

professional corporation shall be permitted to be a member of the Company unless that professional limited liability company or professional corporation is legally authorized to practice law in the State of Florida, and that no individual, professional limited liability company or professional corporation shall be admitted as a member unless, and until, that individual, professional limited liability company or professional corporation has agreed to be bound by the terms of the Operating Agreement of the Company.

7. **Continuation on Death, Retirement, etc., of a Member.** The remaining members of the Company shall 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. The Operating Agreement of the Company shall provide the provisions pursuant to which the interest of a discontinued member shall be redeemed.

8. **Management of the Company.** The Company shall be managed, until the first annual meeting of the members, or until their successors are elected and qualify, by the **ENGELBERG AND CANTOR RENTALS PARTNERSHIP**, the address of which is **3230 Stirling Road, Hollywood, FL 33021.** The company will be managed by managers.

IN WITNESS WHEREOF, we have hereunto subscribed our names this **31st** day of **January, 1997.**

MORRIS ENGELBERG & LAURIE E. MILGRIM, P.A.

By: _____
MORRIS ENGELBERG, President

J. C. CANTOR, P.A.

By: _____
JERALD C. CANTOR, President

RICK LEONE, P.A.

By: _____
FREDERICK LEONE, JR., President

ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgements, personally appeared **MORRIS ENGELBERG**, who is personally known to me to be the person described as the President of **MORRIS ENGELBERG & LAURIE E. MILGRIM, P.A.** in, and who executed the foregoing instrument, and who did take an oath, and he acknowledged before me that he had executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of January, 1997.

NANCY E HERZOG
MY COMMISSION # CC 563698
EXPIRES: October 10, 2000
Bonded Thru Notary Public Underwriters

Notary Public, State of Florida

My Commission Expires:
Print Name: Nancy E Herzog
Print Title: Notary
Serial No.: CC563698

FILED
97 FEB -6 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of ENGELBERG

CANTOR LEONE & MILGRIM, P.L. 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 $ 100.00.

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 amount of cash or property anticipated to be contributed by member(s) is $ -0-.

5) the total amount of 2, 3, and 4 is $ 100.00.

RICK LEONE, P.A.

By: [signature] PRESIDENT

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.)

ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgements, personally appeared **JERALD C. CANTOR**, who is personally known to me to be the person described as the President of **J. C. CANTOR, P.A.** in, and who executed, the foregoing instrument, and who did take an oath, and he acknowledged before me that he had executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of January, 1997.

NANCY E HERZOG
MY COMMISSION # CC 563698
EXPIRES: October 10, 2000
Bonded Thru Notary Public Underwriters

Nancy E Herzog
Notary Public, State of Florida

My Commission Expires:
Print Name: Nancy E Herzog
Print Title: Notary
Serial No.: CC563698

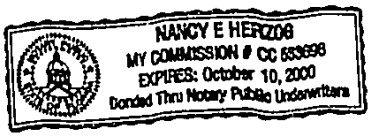
ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF BROWARD

I **HEREBY CERTIFY** that on this day before me, an officer duly authorized to take acknowledgements, personally appeared **FREDERICK LEONE, JR.**, who is personally known to me to be the person described as the President of **RICK LEONE, P.A.** in, and who executed, the foregoing instrument, and who did take an oath, and he acknowledged before me that he had executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of January, 1997.



Nancy E Herzog
Notary Public, State of Florida

My Commission Expires:
Print Name: Nancy E Herzog
Print Title: Notary
Serial No.: CC 553698

FILED
97 FEB -6 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

ENGELBERG, CANTOR, LEONE & MILGRIM, P.L.

2. The name and street address of the registered agent and office is: FREDERICK LEONE, JR. c/o Engelberg, Cantor & Leone, P.A.

3230 Stirling Road

Hollywood, Florida 33021

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

FREDERICK LEONE, JR.