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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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(Business Entity Name)

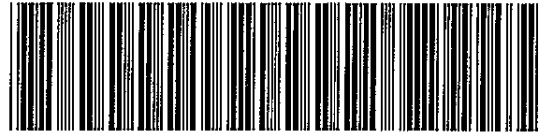
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2003 JAN -6 AM 10:01  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN JAN 7 2003

**FIELDSTONE LESTER SHEAR & DENBERG**  
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AND NEW JERSEY ONLY

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ROBERT E. DADY, P.A.  
LEE J. OSIASON, P.A.\*\*

\*\*LL.M. TAXATION & FLORIDA BAR  
BOARD CERTIFIED IN TAXATION

December 31, 2002

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

Re: **Armin Properties, LLC**  
**2807 La Gorce Palace, LLC**  
**AZAR FAMILY MANAGEMENT, LLC**  
**AZAR FAMILY HOLDINGS, LTD.**

Dear Sir or Madam:

I am enclosing herewith the following documents and one check payable to the Florida Secretary of State for the combined stated filing fees of \$2,302.50, which entities should be formed in the following order:

1. Articles of Organization of the following 3 LLCs:

**Armin Properties, LLC**  
**2807 La Gorce Palace, LLC**  
**AZAR FAMILY MANAGEMENT, LLC**

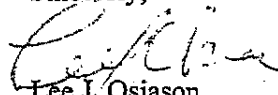
|                       |           |
|-----------------------|-----------|
| Filing fees           | \$ 300.00 |
| Registered Agent Fees | \$ 75.00  |
| Certified copy        | \$ 90.00  |
| Total                 | \$ 465.00 |

2. Certificate of Limited Partnership and Affidavit of Capital Contribution of **AZAR FAMILY HOLDINGS, LTD.**

|                      |            |
|----------------------|------------|
| Filing fee           | \$1,750.00 |
| Registered Agent Fee | \$ 35.00   |
| Certified copy       | \$ 52.50   |
| Total                | \$1,837.50 |

If you should have any questions please call me at my direct line (305) 357-1001 or cell phone 978-7980.

Sincerely,

  
Lee J. Osiason

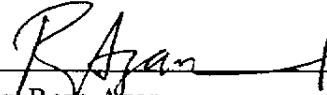
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
AZAR FAMILY HOLDINGS, LTD.**

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2003 JAN -6 AM 10:01  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**THIS CERTIFICATE OF LIMITED PARTNERSHIP OF AZAR FAMILY HOLDINGS, LTD.** (the "Partnership"), is being executed by the undersigned for the purpose of forming a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986).

1. The name of the Limited Partnership is **AZAR FAMILY HOLDINGS, LTD.**
2. The address of the registered office of the Partnership is 8720 N. Kendall Drive, Suite 214, Miami, FL 33176. The Partnership's registered agent at that address is Dr. Reza Azar and signs here to accept the designation as registered agent for service of process for the partnership:

  
\_\_\_\_\_  
Dr. Reza Azar

3. The name and business address of the Partnership's general partner is:  
AZAR FAMILY MANAGEMENT, LLC, 8720 N. Kendall Drive, Suite 214, Miami, FL 33176.

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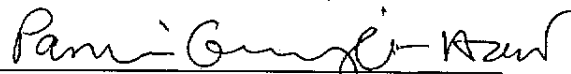
4. The mailing address and principal place of business for the Partnership is:  
8720 N. Kendall Drive, Suite 214, Miami, FL 33176.

5. The latest date upon which the Partnership is to dissolve is December 31, 2060.

Under penalties of perjury, the undersigned sole general partner of the Partnership declares that it has read the foregoing and that the facts alleged are true and correct to the best of its knowledge and belief on this 31 of December, 2002.

AZAR FAMILY MANAGEMENT, LLC, a  
Florida limited liability company

By:   
\_\_\_\_\_  
Dr. Reza Azar, Member-Manager

By:   
\_\_\_\_\_  
Dr. Parvin Ganjei-Azar, Member-Manager

**GENERAL PARTNER'S AFFIDAVIT  
OF CAPITAL CONTRIBUTIONS FOR  
AZAR FAMILY HOLDINGS, LTD.**

FILED  
2003 JAN -6 AM 10:01  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

AZAR FAMILY MANAGEMENT, LLC, a Florida limited liability company, the sole general partner of AZAR FAMILY HOLDINGS, LTD. (the "Partnership"), certifies as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, two hundred fifty thousand and No/100 (\$250,000.00) Dollars.
2. At this time, it is anticipated that no additional capital contributions will be made by the limited partners.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true and correct to the best of my knowledge and belief as of the 31 day of December, 2002.

**GENERAL PARTNER:**

AZAR FAMILY MANAGEMENT, LLC, a  
Florida limited liability company

By: Reza Azar  
Dr. Reza Azar, Member-Manager

By: Parvin Ganjei-Azar  
Dr. Parvin Ganjei-Azar, Member-Manager