

1/20

ARTICLES OF ORGANIZATION
OF
F&M PROPERTIES FLORIDA, LLC

I, the undersigned, acting as an organizer of a limited liability company pursuant to the Florida Limited Liability Company Act (the "Act"), certify the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is F&M Properties Florida, LLC (the "Company").

ARTICLE II. DURATION

The term of the Company's duration is perpetual.

ARTICLE III. ADDRESS

The mailing address and the street address of the principal office of the company is:

5100 29th Court
Vero Beach, Florida 32967

ARTICLE IV. REGISTERED AGENT

The name and street address of the Company's initial registered agent is as follows:

FERENCIK LIBANOFF BRANDT AND BUSTAMANTE, P.A.
150 South Pine Island Road, Suite 400
Fort Lauderdale, Florida 33324
Alan C. (Peter) Brandt, Jr.

Registered Agent's acceptance is attached hereto as Exhibit A.

ARTICLE V. MANAGEMENT

The management of the Company is reserved to the members of the Company. The names and addresses of the initial members of the Company is as follows:

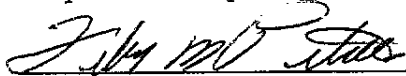
Felix M. Petrillo
5100 29th Court
Vero Beach, Florida 32967

FILED
00 JAN 19 AM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F&M PROPERTIES FLORIDA, LLC
CERTIFICATE OF DESIGNATING PLACE OF BUSINESS,
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Florida Statutes, Chapter 48 the following is submitted:

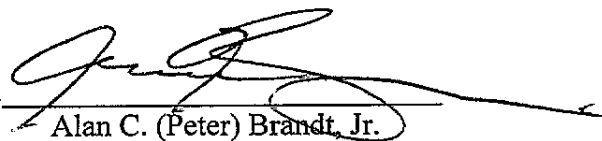
1. That F&M Properties Florida, LLC, desiring to organize a limited liability company under the laws of the State of Florida, with its principal place of business at the City of Vero Beach, State of Florida, has named FERENCIK LIBANOFF BRANDT AND BUSTAMANTE, P.A., as its agent to accept service of process within Florida.


Felix M. Petrillo

Date: January 1, 2000.

2. Having been named to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby agree to do so in this capacity, and I am familiar with and agree to comply with the provisions of the statutes relative to the proper and complete performance of my duties.

FERENCIK LIBANOFF BRANDT
AND BUSTAMANTE, P.A.

By: 
Alan C. (Peter) Brandt, Jr.

Date: January 1, 2000.

EXHIBIT "A"

FILED
JAN 11 AM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Felix J. Petrillo
5100 29th Court
Vero Beach, Florida 32967

Michael V. Petrillo
5100 29th Court
Vero Beach, Florida 32967

ARTICLE VI. EFFECTIVE DATE

The effective date shall be January 1, 2000.

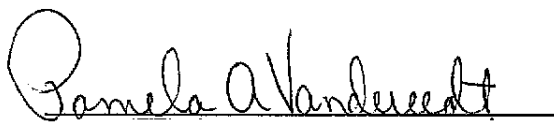
Dated this 31 day of December, 1999.


Felix M. Petrillo

STATE OF NEW YORK
COUNTY OF WESTCHESTER

BEFORE ME, the undersigned authority and officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared FELIX M. PETRILLO, ✓ who is personally known to me, or _____ who produced his driver's license as identification, and acknowledged before me that he executed the foregoing Articles of Organization for the purposes therein stated.




NOTARY PUBLIC
State of Florida

My Commission Expires:

FILED
JAN 19 AM 10:29
CLERK OF SUPERIOR COURT
JANUARY 19 2000
TALLAHASSEE, FLORIDA