THE UNITED STATES CORPORATION

ACCOUNT NO. : 072100000032 REFERENCE: 571428 7196358

AUTHORIZATION:

COST LIMIT : \$ 155.00

ORDER DATE: February 1, 2000

ORDER TIME : 10:41 AM

ORDER NO. : 571428-005

CUSTOMER NO: 7196358

CUSTOMER:

ARNOLD HABER

ARNOLD HABER 5055 Collins Avenue

Apt# 3d

Miami, FL 33140

DOMESTIC FILING

NAME:

HMK ASSOCIATES, LLC

EFFECTIVE DATE:

XX _ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

HMK ASSOCIATES, LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 5055 Collins Avenue, Apartment 3D, Miami, Florida 33140.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: Perpetual

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 5055 Collins Avenue, Apartment 3D, Miami, Florida 33140, and the name of the initial registered agent of the corporation at that address is Arnold Haber.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members

are: Arnold Haber

5055 Collins Avenue, Apartment 3D Miami, Florida 33140

Wallace Musoff

5459 North West 41 Terrace Boca Raton, Florida 33496

Mil Equities, LLC

C/O Murray Knight, 19 Wilbur Place Bronxville, New York 10708 The undersigned authorized representative of a member of
HMK ASSOCIATES, LLC hereby executes these articles of
organization on this 11th Day of February, 2000.

CORPORATION SERVICE COMPANY

BY: Laura R. Dunlap, as its agent as authorized representative of

HMK ASSOCIATES, LLC

Dated: February 11, 2000

RGO/AGL

FILED 00 FFD 11 ETP: 1,3 \$ECONOMINE STATE

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

I, Arnold Haber, 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.

By:_

Its Agent, Arnold Haber

Dated: February 7, 2000

RGO/agl

SECRETARY OF STATE PALLATIANS FOR FOR THE PARTY OF STATE OF STATE

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of HMK ASSOCIATES, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 7t/h Day pf/Febryary, 2000. SIGNATURE RNOLD PRINTED NAME OR WITNE

agl

PRINTED