

CSO **L00000003313**
THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 635908 11051A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 155.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 23 PM 1:34

FILED

ORDER DATE : March 23, 2000

ORDER TIME : 11:40 AM

ORDER NO. : 635908-005

100003181661--3

CUSTOMER NO: 11051A

CUSTOMER: Benjamin Jablow, Esq
HUNT COOK RIGGS MEHR & MILLER,
HUNT COOK RIGGS MEHR & MILLER,
Suite 401
2200 Corporate Boulevard N.w.
Boca Raton, FL 33431

L00-3313

Name	<i>3-23</i>
Availability	<i>3-23</i>
Document	<i>3-23</i>
Signature	<i>3-23</i>
State	<i>3-23</i>
Inter	<i>3-23</i>
Other	<i>3-23</i>
Knowledge	<i>3-23</i>
P. Verifier	<i>3-23</i>

DOMESTIC FILING

NAME: LOBELLO-FESSLER INVESTMENTS,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAR 23 PM 12:05

RECEIVED

**ARTICLES OF ORGANIZATION
OF
LOBELLO - FESSLER INVESTMENTS, L.L.C.**

00 MAR 23 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be LOBELLO - FESSLER INVESTMENTS, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 620 N.W. 35th Street, Boca Raton, Florida 33431.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is HCRM Corp., 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431.

ARTICLE V --ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members or as otherwise set forth in the Regulations. A member may only transfer his or her interest in the Company as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VI -- TERMINATION OF EXISTENCE

Upon the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members.

ARTICLE VII -- MANAGEMENT

The Company shall be managed by the manager or managers elected or appointed by the members in accordance with the Regulations to be adopted by the members for the management of the business and affairs of the Company. These Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the initial Managers of the Company are:

	NAME	ADDRESS
(a)	Peter LoBello	620 N.W. 35 th Street Boca Raton, Florida 33431
(b)	Robert G. Fessler	620 N.W. 35 th Street Boca Raton, Florida 33431

ARTICLE X - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law or the Regulations.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Boca Raton, Florida, on this 21 day of March, 2000.

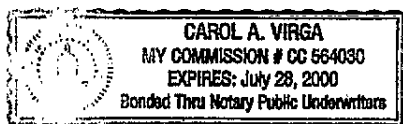
ORGANIZER:

Peter LoBello

Peter LoBello
620 N.W. 35th Street
Boca Raton, Florida 33431

STATE OF FLORIDA
COUNTY OF PALM BEACH

Acknowledged, sworn to and subscribed before me this 31 day of March, 2000, by Peter LoBello who is personally known to me or who has produced _____ as identification.



(SEAL)

Carol A. Virga
NOTARY PUBLIC STATE OF FLORIDA

CAROL A. VIRGA
Print or Type Name
My Commission Expires: July 28, 2000

LOBELLO - FESSLER INVESTMENTS, L.L.C.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of LOBELLO FESSLER INVESTMENTS, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

HCRM Corp.

By: [Signature]
Print name: Andrew M. Gross
Title: V.P.

STATE OF FLORIDA)
) ss.:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Andrew M. Gross, as Vice President of HCRM Corp., to me personally known to be the person described in and who executed, acknowledged and subscribed the foregoing instrument before me, OR who produced his _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 22nd day of March, 2000.



Benjamin A. Jablow
My Commission CC760191
Expires September 21, 2002

[SEAL]

[Signature]
Signature, Notary Public
Printed Name: Benjamin A. Jablow