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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

GLP-HALLMARK, L.L.C.

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ARTICLES OF ORGANIZATION

OF

GLP-HALLMARK, L.L.C.

ARTICLE I

NAME

The name of the limited liability company shall be GLP-HALLMARK, L.L.C.

ARTICLE II

MAILING AND STREET ADDRESS

The mailing address and the street address of the limited liability company is c/o Howard L. Goldstein, 11421 SW 72nd Court, Miami, Florida 33156. The limited liability company shall also have the power and authority to establish branch offices at such place or places both within and without the State of Florida as may be designated by the members.

ARTICLE III

PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.

This instrument was prepared by:
Jay Koenigsberg, Esquire
Jay Koenigsberg, P.A.
1101 Brickell Avenue, Suite 800-South
Miami, Florida 33131
Tel: 305-569-0600
Florida Bar No. 435740

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3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles of Organization; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government or governmental authority, or of any political administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated herein, otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry-on any business, exercise any power, or do any act which a limited liability company may not.

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under the laws of the State of Florida, lawfully carry-on, exercise, or do.

ARTICLE IV

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE V

MANAGEMENT AND MEMBERS

The management of the limited liability company is reserved to its managing member; Howard L. Goldstein, 11421 SW 72nd Court, Miami, Florida 33156.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1101 Brickell Avenue, Suite 800-South, Miami, Florida 33131, and the name of its initial registered agent at such address is Jay Koenigsberg.

ARTICLE V

EXISTENCE OF LIMITED COMPANY

The existence of the limited liability company shall begin on the date the undersigned has executed these Articles of Organization.

The undersigned, being the managing member of the limited liability company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of GLP - HALLMARK, L.L.C.

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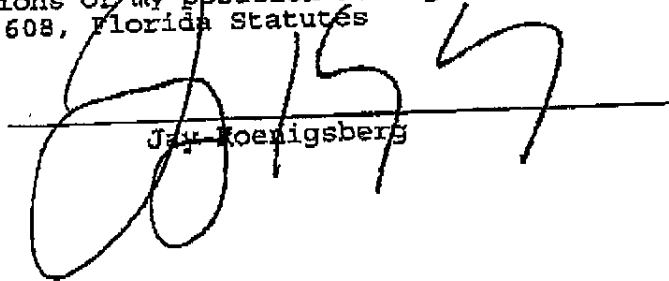
IN WITNESS WHEREOF, for the purpose of forming this limited liability company under the laws of the State of Florida, the undersigned, constituting the managing member of this limited liability company, has executed these Articles of Organization this 1 day of July, 2000.

In accordance with Florida Statutes Section 608.408(3), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true


Howard L. Goldstein

Acceptance of Appointment by Registered Agent

Having been named as registered agent and to accept service of process for the above stated limited company 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 as provided for in Chapter 608, Florida Statutes


Jay Koenigsberg

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