

L0000000 9795



ACCOUNT NO. : 072100000032

REFERENCE : 798271 7135588

AUTHORIZATION : *Patricia Pujant*

COST LIMIT : \$ 155.00

ORDER DATE : August 15, 2000

ORDER TIME : 10:23 AM

ORDER NO. : 798271-005

CUSTOMER NO: 7135588

CUSTOMER: Ellen Rose, Esq
Therrel Baisden, P.a.

Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

DOMESTIC FILING

NAME: DREXELER, L.L.C.

EFFECTIVE DATE
8/14/00

FILED
00 AUG 15 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE:

500003357895--1

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

L00-9795

JA 8/15
RECEIVED
00 AUG 15 AM 11:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
FOR
DREXELER, L.L.C.

ARTICLE I
Name

The name of the Limited Liability Company is DREXELER, L.L.C.

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is c/o Ellen Rose One Southeast Third Ave. Suite 2400, Miami Beach, Florida 33131.

ARTICLE III
Duration

This period of duration for the Limited Liability Company shall be: PERPETUAL.

ARTICLE IV
Purpose

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Limited Liability Company Act.

ARTICLE V
Registered Agent

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is ELLEN ROSE.

FILED
AUG 15 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

Management

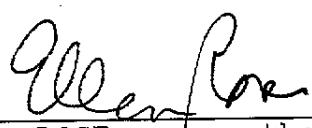
The Limited Liability Company is to be managed by two managers and the name and the address of the managers is:

Ferdinand Glueckmann
Dov Dunaevsky
C/o Ellen Rose
Therrel Baisden, P.A.
One Southeast Third Ave Suite 2400
Miami Beach, Florida 33131

ARTICLE VII
Effective Date

Pursuant to Florida Statute Section 608.409, the Limited Liability Company's existence shall be effective as of August 14, 2000 which is within five (5) business days prior to the date these Articles of Organization are filed with the Department of State.

The undersigned authorized representative of a member of DREXELER, L.L.C., hereby executes these Articles of Organization on this 14 day of August, 2000/


ELLEN ROSE, authorized
representative by Power of
Attorney

FILED
00 AUG 15 PM 2:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

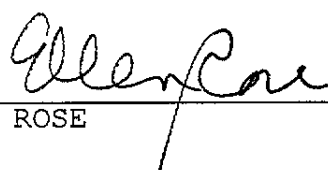
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is DREXELER, L.L.C.
2. The name and the Florida street address of the registered agent and office are:

ELLEN ROSE, Esquire
Therrel Baisden, P.A.
SunTrust International Center
One S.E. 3rd Avenue, Suite 2400
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability 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, F.S.



ELLEN ROSE

W:\FORMS\LLC\Articles of Organization.wpd

00 AUG 15 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED