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LAW OFFICES OF
JOHN D. SPEAR
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9200 BONITA BEACH ROAD
SUITE 204
BONITA SPRINGS, FLORIDA 34135-4278
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JOHN D. SPEAR
BOARD CERTIFIED REAL ESTATE ATTORNEY
JAMES E. KERR

(941) 947-1102
FAX (941) 947-5055

October 6, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-10/09/00-01104-016
***160.00 ***160.00

RE: Bonita Grande, L.L.C.

Dear Sir or Madam:

Enclosed are two originals of the Articles of Organization and the above-named proposed Florida limited liability company. Also enclosed is our check in the amount of \$160.00 representing payment of the following:

1. Filing Fee;
2. Registered Agent Designation;
3. Certified Copy; and
4. Certificate.

00:00:00 PM 10/11/21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Please file the enclosed Articles of Organization and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Sincerely,



John D. Spear
JDS/tt
Enclosures
cc: Mr. Anthony J. Biancaniello

L00-13285
OK



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 17, 2000

JOHN SPEAR
9200 BONITA BEACH ROAD, SUITE 204
BONITA SPRINGS, FL 34135-4278

SUBJECT: BONITA GRANDE, L.L.C.
Ref. Number: W00000025035

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 30 PM 4:22

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We have received your document for BONITA GRANDE, L.L.C. and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 100A00054435

ARTICLES OF ORGANIZATION

OF

BONITA GRANDE, L.L.C.

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

ARTICLE I. NAME

The name of the Limited Liability Company shall be Grande, L.L.C.

ARTICLE II. ADDRESS

The mailing address of the company shall be:

185 Hillside Avenue
Williston Park, NY 11596

The street address of the principal office of the company shall be:

25810 Hickory Blvd., Apt. E207
Bonita Springs, FL 34134

ARTICLE III. DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE IV. REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is:

Anthony J. Biancaniello
25810 Hickory Blvd., Apt. E207
Bonita Springs, FL 34134

ARTICLE V. CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as agreed to.

ARTICLE VI. ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII. 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. A member may 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.

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00 OCT 30 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII. TERMINATION OF EXISTENCE

The company shall be dissolved on 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, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX. MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the members of the company are:

Anthony J. Biancaniello
185 Hillside Avenue
Williston Park, NY 11596

Elizabeth M. Biancaniello
186 Whitehall Blvd.
Garden City, NY 11530

Joseph H. Biancaniello
186 Whitehall Blvd.
Garden City, NY 11530

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TALLAHASSEE FLORIDA

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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Williston Park, New York, on the 20 day of September, 2000.



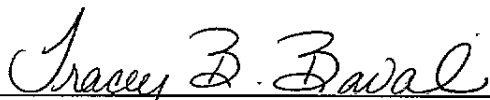
ANTHONY J. BIANCANIELLO, Organizer

STATE OF NEW YORK

COUNTY OF NASSAU

Sworn to and subscribed before me this 20th day of September, 2000, by **Anthony J. Biancaniello**, who is personally known to me, has produced _____ as identification.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Signature of Notary Public
TRACEY B. BAVAI

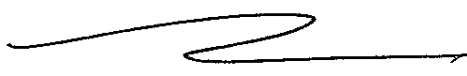
Printed Name of Notary Public

Commission Expires: **TRACEY B. BAVAI**
Notary Public, State of New York
CSE 15005307
Comm. Expires 2002

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **Bonita Grande, 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 and statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of the position of registered agent.

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OCT 30 PM 4:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ANTHONY J. BIANCANIELLO
Registered Agent