



THE UNITED STATES
CORPORATION
COMPANY

L000000013574

ACCOUNT NO. : 072100000032

REFERENCE : 887818 83838A

AUTHORIZATION :

[Signature]

COST LIMIT : \$ PPD

ORDER DATE : November 6, 2000

ORDER TIME : 9:45 AM

ORDER NO. : 887818-005

CUSTOMER NO: 83838A

CUSTOMER: Rose Cohen, Legal Assistant
Shapiro & Dector, P.a.

Suite 200
7777 Glades Road
Boca Raton, FL 33434

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-11/06/00--01030--027
***125.00 ***125.00

DOMESTIC FILING

NAME: ALBANY TOWER ASSOCIATES,
L.L.C.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

[Signature]

RECEIVED
ALBANY TOWER ASSOCIATES
L.L.C.
00 NOV -6 AM 10:42
TALLAHASSEE, FLORIDA
SUFFICIENCY OF FILING

00 NOV -6 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is: **ALBANY TOWER ASSOCIATES,
L.L.C.**

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company is: **211 Broadway Avenue, Lynbrook, New York 11563.**

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be: **perpetual.**

ARTICLE IV - Management

The Limited Liability Company is to be a manager-managed company and the name and address of the Manager vested with management of the Company is:

**DANIEL WIENER
211 Broadway Avenue
Lynbrook, NY 11563**

ARTICLE V - Members

The members and their respective interests in the Limited Liability Company are as follows:

JUDE WIENER	-	33 1/3%
DANIEL WIENER	-	33 1/3%
SYLAS WIENER	-	33 1/3%

ARTICLE VI - Additional Members

Additional members to the Limited Liability Company may be admitted, but only if the current members agree to the admission of the additional members and to the terms of admission.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - Termination of Membership

If a member of the Limited Liability Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

ARTICLE VIII - Operation

The members shall have the power to adopt, alter, amend or repeal operating regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

ARTICLE IX - Date of Existence

The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

N WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 3rd day of November, 2000.


DANIEL WIENER, Member

STATE OF NEW YORK)
) SS:
COUNTY OF NASSAU)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **DANIEL WIENER**, known to me to be the person who executed the foregoing Articles of Organization, who is personally known to me or provided _____ as proof of identification, and he swore before me that he executed those Articles of Organization.

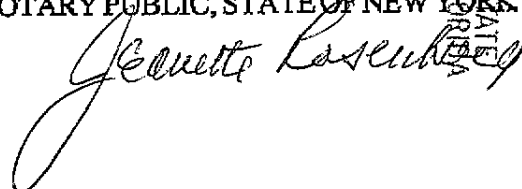
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 3rd day of November, 2000.

JEANETTE ROSENBERG
Notary Public, State of New York
No. 4924569
Qualified in Nassau County
Commission Expires July 18, 2002

My Commission Expires:

July 18, 2002

NOTARY PUBLIC, STATE OF NEW YORK



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

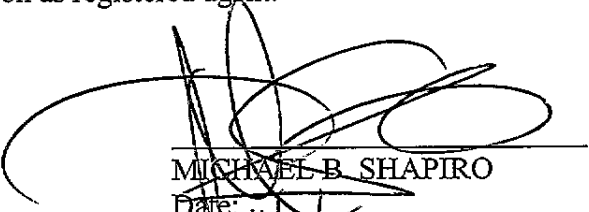
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY
SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **ALBANY TOWER ASSOCIATES,
L.L.C.**

2. The name and address of the registered agent and office is:

Michael B. Shapiro
c/o Shapiro & Dector, P.A.
7777 Glades Road, Suite 200
Boca Raton, FL 33434

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.


MICHAEL B. SHAPIRO

Date: 11/3/2000

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AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA