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### SPECIAL INSTRUCTIONS

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01 JAN -3 PM 12:03  
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**ARTICLES OF ORGANIZATION**

**OF**

**2618-32 NORTH MIAMI AVENUE, LLC**

**THE UNDERSIGNED**, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purpose of forming a Limited Liability Company under the laws of the State of Florida do hereby set forth the following:

**1. NAME**

The name of the Limited Liability Company is:

**2618-32 North Miami Avenue, LLC**

**2. PERIOD OF DURATION**

This limited liability shall have perpetual existence.

**3. PURPOSE**

The purpose is to purchase, own, operate and maintain certain real property located at 2618-32 North Miami Avenue, Miami, Florida 33127, and to engage in such other business and activities as may be permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in limited liability companies organized and existing by virtue of said laws.

**4. ADDRESS OF PLACE OF BUSINESS AND MAILING ADDRESS**

The address of the place of business and mailing address in Florida for the Limited Liability Company is 2121 Ponce DeLeon Boulevard, Suite 1100, Coral

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Gables, Florida 33134.

**5. REGISTERED AGENT**

The name and address of the initial Registered Agent in Florida for the Limited Liability Company is **SANFORD B. HORWITZ**, 2121 Ponce DeLeon Boulevard, Suite 1100, Coral Gables, Florida 33134.

6. [INTENTIONALLY OMITTED]

7. [INTENTIONALLY OMITTED]

**8. ADDITIONAL MEMBERS**

This Limited Liability Company may admit additional members subject to approval by vote of a majority of the existing members.

**9. CONTINUITY OF BUSINESS**

The members remaining after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or after any other event which terminates the membership of a member, have the right to continue the business of this Limited Liability Company subject to the approval by unanimous vote of the remaining members.

**10. MANAGEMENT**

The business and affairs of the Limited Liability Company shall be managed and all decisions shall be made by the unanimous vote of the members, each member

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having one vote for each percentage point (or the appropriate fraction thereof) of "percentage ownership" in the Limited Liability Company. Notwithstanding the same, the execution of any instrument, including deeds, mortgages, leases and other contracts, purporting to be signed on behalf of the Limited Liability Company by any two (2) members shall, as to any third party relying thereon, be conclusively presumed to have been the authorized act of the Limited Liability Company, and shall, for all purposes, bind it. The names, addresses and percentage ownership of the members of the Limited Liability Company are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>PERCENTAGE</u>
Michael B. Goldstein	2121 Ponce DeLeon Blvd. Suite 1100 Coral Gables, FL 33134	25
Sanford B. Horwitz	2121 Ponce DeLeon Blvd. Suite 1100 Coral Gables, FL 33134	25
David L. Lombardi	975 Arthur Godfrey Road Miami Beach, FL 33140 #209	25
Todd M. Glaser	975 Arthur Godfrey Road Miami Beach, FL 33140 #209	25

#### 11. REGULATIONS

The regulations of this Limited Liability Company may only be adopted, amended, altered or repealed by a majority vote of the members, said votes being cast

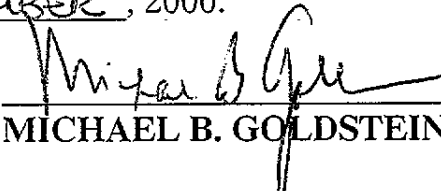
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in the manner set forth in Paragraph 10 above.

**12. AMENDMENT**

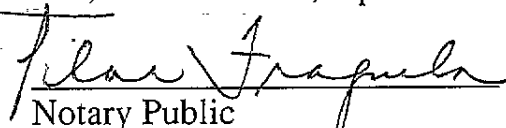
This Limited Liability Company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization by a majority vote of the members, said votes being cast in the manner set forth in Paragraph 10 above.

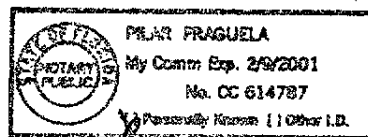
Executed this 21 day of DECEMBER, 2000.

 (SEAL)  
**MICHAEL B. GOLDSTEIN**

STATE OF FLORIDA  
COUNTY OF MIAMI - DADE

The foregoing instrument was acknowledged before me this 21 day of DECEMBER, 2000, by **MICHAEL B. GOLDSTEIN**, member of 2618-32 NORTH MIAMI AVENUE, LLC, a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced \_\_\_\_\_ as identification.

  
Notary Public



My Commission Expires:

\_\_\_\_\_  
Notary Public

My Commission Expires:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AND  
FILED

Executed this 21 day of DECEMBER, 2000.

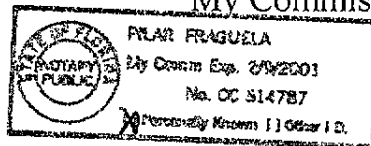
Sanford B. Horwitz (SEAL)  
SANFORD B. HORWITZ

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 21 day of DECEMBER, 2000, by **SANFORD B. HORWITZ**, member of **2618-32 NORTH MIAMI AVENUE, LLC**, a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced as identification.

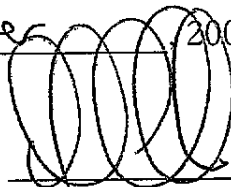
Pilar Fraguola  
Notary Public

My Commission Expires:



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TALLAHASSEE, FLORIDA

Executed this 13 day of December 2000.



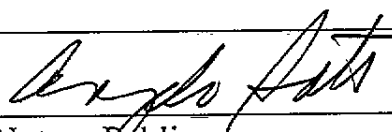
(SEAL)

DAVID L. LOMBARDI

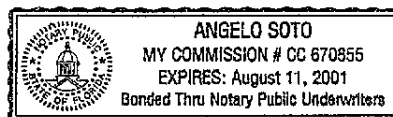
STATE OF FLORIDA

COUNTY OF Miami Dade

The foregoing instrument was acknowledged before me this 13 day of Dec, 2000, by DAVID L. LOMBARDI, member of 2618-32 NORTH MIAMI AVENUE, LLC, a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced \_\_\_\_\_ as identification.

  
Notary Public

My Commission Expires:



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TALLAHASSEE, FLORIDA

Executed this 13 day of Dec., 2000.

 (SEAL)  
TODD M. GLASER

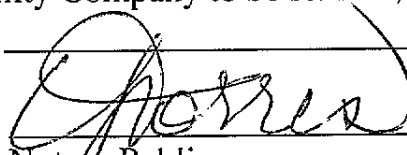
STATE OF FLORIDA

COUNTY OF Dade

The foregoing instrument was acknowledged before me this 14 day of December 2000, by TODD M. GLASER, member of 2618-32 NORTH MIAMI AVENUE, LLC, a Florida Limited Liability Company to be formed, who is personally known to me, or if not, produced as identification.



Yesenia Torres  
Commission # CC 800971  
Expires FEB. 23, 2003  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
Notary Public

My Commission Expires:

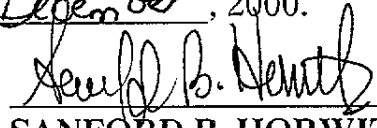
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**ACCEPTANCE BY REGISTERED AGENT**

**HAVING** been appointed the Registered Agent of **2618-32 NORTH MIAMI AVENUE, LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as Registered Agent by **2618 NORTH MIAMI AVENUE, LLC**

Executed this 21 day of December, 2000.

  
\_\_\_\_\_  
**SANFORD B. HORWITZ,**  
**REGISTERED AGENT**

JLS/dm

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