UCC FILING & SEARCH SERVICES, INC.

526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

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February 8, 2001

SLKVIULS _			CORPORATION NAME (S) AND DOCUMENT NUMBER (S): EIGNER ASSOCIATES II, L.L.C.				
		ZEIGNER	(ASSOCIATES II	, L.L.C.		: 3> c/:	<u> </u>
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Other

ARTICLES OF ORGANIZATION

The undersigned, in accordance with the provisions of the Florida Limited Liability Company Act, hereby states as follows:

1. The name of the Limited Liability Company (the "Company") is:

ZEIGNER ASSOCIATES II, L.L.C.

- 2. The Company may engage in any activity within the purposes for which limited liability companies may be organized under the Florida Limited Liability Company Act.
- 3. The mailing and street address of the principal offices of the Company are c/o Edward Gottlieb at 4447 Hollywood Blvd., Hollywood, FL 33021.
- 4. The name and address of the registered agent in Florida is Edward Gottlieb at 4447 Hollywood, FL 33021.
- 5. The Company's affairs shall be managed by one or more managers who shall be selected by a vote of the members. The original manager of the Company shall be Edward Gottlieb with an address at 4447 Hollywood Blvd., Hollywood, FL 33021, and he shall serve until such time that a successor manager is chosen by the members of the Company.
- 6. The Company shall be operated by one or more managers, elected by the members, who shall conduct such business on behalf of the Company as is delegated to them by the members.
- 7. The term of the Company shall commence upon filing of these Articles of Organization with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned certifies that he is authorized to sign these Articles of Organization on behalf of the Company, and affirms that the statements contained herein are true under penalties of perjury, and he hereby executes these Articles of Organization on this 20^{16} day of January, 2001.

EDWARD GOTTLIEB



ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned hereby states as follows:

- 1. I am named as the initial registered agent of Zeigner Associates II, L.L.C. (the "Company").
- 2. My street address is 4447 Hollywood Blvd., Hollywood, Florida, 33021.
- I am familiar with, and accept, the obligations of serving as registered agent of the Company.
- 4. I hereby accept appointment as registered agent of the Company.

IN WITNESS WHEREOF, I hereby execute this document on January 29, 2001.

EDWARD GOTTLIER