

L0100004291

HOFFMAN LEVY & ASSOCIATES, CHARTERED

2525 NORTH STATE ROAD 7

SUITE 215

HOLLYWOOD, FL 33021

TEL: 954-966-1141 / FAX 954-966-2474



6 EAST 45TH ST. SUITE 209
NEW YORK, NY 10017

170 MASON STREET
GRENNICH, CT 06830

March 1, 2001

Department of State
409 East Gaines Street
Tallahassee, FL 32399

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-03/02/01--01096--003
****125.00 ****125.00

Re: A to Y Realty Developers LLC

Dear Sir or Madam:

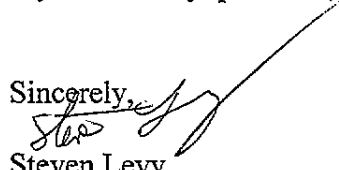
Please file the enclosed articles of organization and mail back to:

Hoffman, Levy & Associates
2525 North State Road 7
Suite 115
Hollywood, FL 33021

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If you have any questions, please call me at 954-966-1141. Thank you.

Sincerely,


Steven Levy

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AL



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 5, 2001

STEVEN LEVY
2525 N. STATE ROAD 7, SUITE 215
HOLLYWOOD, FL 33021

SUBJECT: A TO Y REALTY DEVELOPERS LLC
Ref. Number: W01000004965

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TALLAHASSEE, FLORIDA

We have received your document for A TO Y REALTY DEVELOPERS LLC and your check(s) totaling \$125.00. 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: 701A00013397

ARTICLES OF ORGANIZATION
OF
A TO Y REALTY DEVELOPERS LLC

ARTICLE 1 - NAME

The name of the Limited Liability Company is: **A TO Y REALTY DEVELOPERS LLC**

ARTICLE 2 - PRINCIPAL OFFICE

The address of the principal office of **A TO Y REALTY DEVELOPERS LLC** is 1925 N.E. 214TH TERR, , NORTH MIAMI BEACH, FL 33179, and the mailing address is the same.

ARTICLE 3 - DURATION

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

ARTICLE 4 - MANAGEMENT

The Limited Liability Company is to be managed by a manager and the name and address of such manager is: MOSHE YEMIN whose address shall be the same as the principal office of the Limited Liability Company.

ARTICLE 5 - ADMISSION OF ADDITIONAL MEMBERS

Persons and/or entities may be admitted to the Limited Liability Company after the date of this Agreement (hereinafter referred to as a "New Member") only upon the consent of all the Members and on such terms and conditions as shall be agreed upon by all of the Members and any New Members.

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TALLAHASSEE, FLORIDA

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ARTICLE 7 - MEMBER'S RIGHTS TO CONTINUE BUSINESS

The remaining members of the Limited Liability Company may continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence or any other event which terminated the continued membership of a Member in the Limited Liability Company if, within one hundred eighty (180) days after such occurrence, the Limited Liability Company is continued by the vote or written consent of a majority in interest of the remaining Members.

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TALLAHASSEE, FLORIDA


ODED AZULAY


ELI ISRAEL YEMIN


MOSHE YEMIN, A TO Y REALTY DEVELOPERS LLC

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an Affirmation under the penalties of perjury that the facts stated herein are true)

CERTIFICATE OF DESIGNATION

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 and registered agent in the State of Florida.

1. The name of the Limited Liability Company is:

A TO Y REALTY DEVELOPERS LLC

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

MOSHE YEMIN
1925 N.E. 214TH TERR,
NORTH MIAMI BEACH, FL 33179

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TALLAHASSEE, FLORIDA

M.
Title

3/1/01
Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE ON 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

[Signature]
SIGNATURE

3/1/01
DATE