



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 085721 6471A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 155.00

ORDER DATE : March 21, 2001

ORDER TIME : 9:42 AM

ORDER NO. : 085721-005

CUSTOMER NO: 6471A

100003830421--4

CUSTOMER: Thomas R. Harbert, Esq
Mateer & Harbert, P.A.

P. O. Box 2854

Orlando, FL 32802-2854

DOMESTIC FILING

NAME: STEINFELD PROPERTIES, LLC

EFFECTIVE DATE:

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

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Carina L. Dunlap - EXT. 1151

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE FLORIDA

01 MAR 21 PM 1:32

FILED

62 3/21

DIVISION OF CORPORATION

01 MAR 21 AM 10:52

RECEIVED

**ARTICLES OF ORGANIZATION
OF
STEINFELD PROPERTIES, LLC**

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

ARTICLE I - NAME

The name of the limited liability company shall be Steinfeld Properties, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company in Florida shall be 7509 Exchange Drive, Orlando, Florida 32809.

ARTICLE III - DURATION

The period of duration of the Company shall be perpetual commencing on the date these Articles of Organization are filed by the Florida Department of State unless the Company is earlier dissolved as provided in these Articles of Organization or the Regulations of the Company.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida. Without limiting the generality of the foregoing, the initial purpose of the Company is to acquire, own, and hold real property and to develop and/or sell the acquired real property upon consent of all managing members or all members.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Thomas R. Harbert, Esq., Mateer & Harbert, P.A., 225 East Robinson Street, Suite 600, Orlando, Florida 32801.

FILED
01 MAR 21 PM 1:32
STATE
TALLAHASSEE FLORIDA

ARTICLE VI - MANAGEMENT

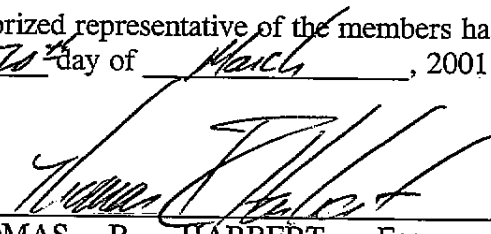
The Company shall be managed by its members and the names and addresses of the members are as follows:

David R. Steinfeld
7509 Exchange Drive
Orlando, Florida 32809

Vera J. Steinfeld
7509 Exchange Drive
Orlando, Florida 32809

Vera J. Steinfeld owns 74% and David R. Steinfeld owns 26% of the voting and economic interests in the Company. The members own their interests as joint tenants with the right of survivorship so that upon a member's death, their interest in the Company will transfer automatically to the surviving member.

IN WITNESS WHEREOF, the undersigned authorized representative of the members has made and subscribed these Articles of Organization this 20th day of March, 2001.


THOMAS R. HARBERT, Esq. as
authorized representative of David R.
Steinfeld and Vera J. Steinfeld

FILED
91 MAR 21 PM 1:32
TALLAHASSEE FLORIDA
SECRETARY OF STATE


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

Pursuant to the provisions of Florida Statutes Section 608.415, 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 Steinfeld Properties, LLC
2. The name and address of the registered agent and office is: Thomas R. Harbert, Esq., Mateer & Harbert, P.A., 225 East Robinson Street, Suite 600, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: March 20, 2001.



Thomas R. Harbert, Esq.

FILED
01 MAR 21 PM 1:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA