LO10000 11517 (handwritten)

Enterprises, Inc.

July 11, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-07/12/01--01059--009
****130.00  ****130.00
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Re: New Limited Liability Company - Cudmore Gimelstob, L.L.C.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Organization for a new limited liability company, Gimelstob Foxfield, L.C., together with a check in the amount of $130.00, which includes $125.00 for the new limited liability company filing fee and $5.00 for a Certificate of Status. Please file the Articles of Organization as soon as possible and return to me the Certificate of Status at the address shown below.

Thank you for your prompt attention to this matter. Please contact me immediately at (561) 997-8880 if you have any questions regarding anything contained herein.

Sincerely,

William L. Epstein
Vice President of Legal Affairs
General Counsel

WLE/abs
Enclosures

LO1-11517 (handwritten)

ARTICLES OF ORGANIZATION
OF
CUDMORE GIMELSTOB, L.L.C.

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

Article 1 - Name

The name of this limited liability company is Cudmore Gimelstob, L.L.C. (the "Company").

Article 2 - Mailing Address and Street Address

The mailing address and street address of the Company's principal office is c/o Gimelstob Enterprises, Inc., 2300 N.W. Corporate Blvd., Suite 222, Boca Raton, FL 33431.

Article 3 - Registered Agent and Office

The name of the initial registered agent of the Company is William L. Epstein. The street address of the initial registered agent of the Company is c/o Gimelstob Enterprises, Inc., 2300 N.W. Corporate Blvd., Suite 222, Boca Raton, FL 33431.

Article 4 - Management of the Company

The Company will be managed by managers and a management committee, as further provided in the Company's Regulations. The only parties authorized to bind the Company are the Managers. The following persons will initially be the managers:

A.	Terence R. Cudmore 8075 Twin Lake Drive Boca Raton, FL 33496	B.	Herbert Gimelstob 2300 N.W. Corporate Blvd., Suite 222 Boca Raton, FL 33431
C.	Marc D. Hopin 2300 N.W. Corporate Blvd., Suite 222 Boca Raton, FL 33431	D.	William L. Epstein 2300 N.W. Corporate Blvd., Suite 222 Boca Raton, FL 33431
E.	Brian J. Cudmore 2304 N.W. 67th Street Boca Raton, FL 33496	F.	Julie Cudmore 8075 Twin Lake Drive Boca Raton, FL 33496

Article 5 - Date of Existence of the Company

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

The undersigned member of the Company has executed these Articles of Organization this 9th day of July, 2001.

<div align="right">

Gimelstob Enterprises, Inc.,
a Florida corporation

By: _____
Herbert Gimelstob
Its: President

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ACKNOWLEDGEMENT OF REGISTERED AGENT
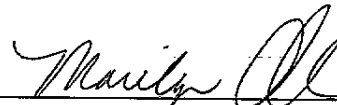
STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority personally appeared William L. Epstein, who is to me well known to be the person described in and who is named as the Registered Agent in the above Articles of Organization, and he did freely and voluntarily acknowledge before me according to law that he has authorized said Company to name him as its initial Registered Agent for the purposes mentioned and set forth in Article 3. He did further agree to comply with the provisions of Section 608.415 Florida Statutes (1993), all statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as Registered Agent.

Print Name: William L. Epstein

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Boca Raton, Palm Beach County, Florida, in said County and State this __*10*__ day of July, 2001.

Notary Public, State of Florida

Printed Name: *Marilyn Altman*

My Commission Expires:

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MARILYN ALTMAN
MY COMMISSION # CC 773606
EXPIRES: January 3, 2003
Bonded Thru Notary Public Underwriters
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