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AND NEW YORK  
\*\* ALSO ADMITTED IN DISTRICT OF COLUMBIA  
AND PENNSYLVANIA

L010000/4231  
August 17, 2001

Via Federal Express 8256 9165 9851  
Return Federal Express 8256 9165 9862  
Secretary of State  
Division of Corporations  
409 East Gain Street  
Registration Section  
Tallahassee, FL 32399

RE: **Organization of K & K Development, LLC**  
**File Number 6-248-3**

Dear Sir/Mam:

Enclosed please find our law firm's check in the amount of One Hundred Twenty-Five (\$125.00) for the filing of the enclosed Articles of Organization and Certificate of Designation of Registered Agent relating to the above referenced Limited Liability Company. Please file the Articles and return a copy of the filed articles in the enclosed Federal Express envelope. Thank you for your assistance with this matter.

Very truly yours,

*John B. L. FOR*

Michael I. Kotler

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-08/20/01--01131--014  
\*\*\*\*125.00 \*\*\*\*125.00

MIK/mes  
Enclosures

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**ARTICLES OF ORGANIZATION**

**OF**

**K & K DEVELOPMENT, LLC**

**ARTICLE I**

**NAME**

The name of this limited liability company is

**K & K DEVELOPMENT, LLC**

**ARTICLE II**

The mailing address and street address of the principal office of the Limited Liability Company is:

**c/o Scott T. Rhine  
399 NW Boca Raton Boulevard  
Boca Raton, Florida 33432**

**ARTICLE III**

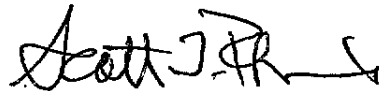
**REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE**

The name and Florida street address of the registered agent are:

**Scott T. Rhine  
399 NW Boca Raton Boulevard  
Boca Raton, Florida 33432**

**ACKNOWLEDGMENT:**

*Having been named to accept service of process for the above-stated limited liability company, at place designated in this certificate, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*



**Scott Rhine, Registered Agent**

**ARTICLE IV**  
**MEMBERS AND MANAGEMENT**

Check if applicable:

X The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

This limited liability company shall have the following members:

NAME	ADDRESS
K & K DEVELOPMENT, LLC	c/o Scott Rhine 399 NW Boca Raton Boulevard Boca Raton, Florida 33432

**ARTICLE V**  
**PURPOSE**

This limited liability company is organized for the following purposes:

1. To own and operate a business which builds, owns, leases and operates cell phone towers.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VI**  
**CONTRIBUTIONS**

The total amount of cash contributed to the limited liability company and the member contributing the cash is as follows:

NAME	AMOUNT
K & K Trust U/A dated August 16, 2001	\$10,000.00

The members of the limited liability company have agreed to make the following additional contributions, which contributions, if any, shall be made upon the following terms and conditions:

None, provided that future contributions can be made as determined from time to time by the members.

## **ARTICLE VII**

### **ADMISSION OF ADDITIONAL MEMBERS**

The members of the limited liability company may admit additional members provided however that any such admission shall require the affirmative written consent of all members of the limited liability company.

## **ARTICLE VIII**

### **VOTING**

All members of the limited liability company shall be entitled to vote on matters relating to the limited liability company.

Each member's vote shall be weighted as follows:

NAME	PERCENTAGE
<b>K &amp; K Trust U/A dated August 16, 2001</b>	<b>100%</b>

## **ARTICLE IX**

### **TERM OF EXISTENCE**

This limited liability company shall have an existence commencing on the date of receipt of these Articles of Organization by the Secretary of State of Florida and shall continue perpetually.

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member the remaining members shall have the right to continue the business of this limited liability company.

## **ARTICLE X**

### **AMENDMENT**

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, in the manner provided by law.

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

**K & K DEVELOPMENT, LLC**

Scott T. Rhine  
By: Scott T. Rhine Member  
Scott Rhine, Trustee of the K & K Trust  
U/A dated 8/16/2001