SAMU 6 00 CORS BOCA RATON, FLORIDA 33487 (561) 982-9555

TELEFAX (561) 982-9539.

SAMUEL J. CANTOR*

*ALSO MEMBER OF PENNSYLVANIA BAR

August 24, 2001

Division of Corporations New Filing Section 409 E. Gaines Street Tallahassee, FL 32399

Re: E & E Apts., LLC, a Limited Liability Company

Gentlemen/Ladies:

Enclosed please find an original and a copy of the Articles of Organization Apts., LLC as well as a check in the amount of \$160.00 for fees as follows:

a. Filing Fee \$125.00

b. Certified Copy

\$160.00

Please file the original and return the certified copy via Federal Express, airbill and mailing envelope provided herein. W-14751

Thank you.

Cantor

Enclosures

VIA FEDERAL EXPRESS

ARTICLES OF ORGANIZATION OF

E & E Apts., LLC a Florida Limited Liability Company

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

- NAME. The name of the Limited Liability Company is E & E Apts., LLC (the "Company").
- PERIOD OF DURATION. The period of duration of the Company shall be perpetual.
- PURPOSE. The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.
- 4. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. THE SUPER address of the principal office and mailing address of the Company is 6700 Broker Sound Parkway NW, #200, Boca Raton, FL 33487.
- REGISTERED AGENT. The name and address of the initial registered agent for the Company is Samuel J. Cantor, Samuel J. Cantor, P.A., 6700 Broken Sound Parkway NW, #200, Boca Raton, FL 33487.
- 6. ADDITIONAL MEMBERS. Members may admit additional members upon the consent of a majority in interest of the then existing members.
- CONTINUITY OF BUSINESS. Upon the death, retirement, resignation, 7. expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the consent of the remaining members owning a majority-in-interest of the profits, interests and of the capital interests of the Company.
- MANAGEMENT. The Company shall be managed by its members, and their names and addresses are:

Member Address

Maggie S. Cantor 6700 Broken Sound Parkway NW, #200 Boca Raton, FL 33487

The undersigned have executed these Articles of Organization on the 24th day of August, 2001.

Maggie Cantor Member

OI AUG 27 PM "" "O SECRETARY OF STATE

By: Maggie S. Cantor, Member

(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 OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: E & E Apts., LLC.
- 2. The name and address of the registered agent and office is:

Samuel J. Cantor Samuel J. Cantor, P.A. 6700 Broken Sound Parkway NW, #200 Boca Raton, FL 33487

Having been named as registered agent and to accept service of 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 its capacity. I further agree to 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.

Samuel J. Cantor, Registered Agent

Date: