

CORP DIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

L01000009-797

CONTACT: CINDY HICKS

DATE: 11-15-01

REF. #: 0631 3263

CORP. NAME: Manhattan Property Investors  
Group, LLC

- |                                 |                            |                             |
|---------------------------------|----------------------------|-----------------------------|
| ( ) ARTICLES OF INCORPORATION   | ( ) ARTICLES OF AMENDMENT  | ( ) ARTICLES OF DISSOLUTION |
| ( ) ANNUAL REPORT               | ( ) TRADEMARK/SERVICE MARK | ( ) FICTITIOUS NAME         |
| ( ) FOREIGN QUALIFICATION       | ( ) LIMITED PARTNERSHIP    | (X) LIMITED LIABILITY       |
| ( ) REINSTATEMENT               | ( ) MERGER                 | ( ) WITHDRAWAL              |
| ( ) CERTIFICATE OF CANCELLATION | ( ) UCC-1                  | ( ) UCC-3                   |
| ( ) OTHER:                      |                            |                             |

800004684238--3  
11/15/01--01060--026  
\*\*\*155.00 \*\*\*155.00

STATE FEES PREPAID WITH CHECK# 500709 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- |                           |                                  |                        |
|---------------------------|----------------------------------|------------------------|
| (X) CERTIFIED COPY        | ( ) CERTIFICATE OF GOOD STANDING | ( ) PLAIN STAMPED COPY |
| ( ) CERTIFICATE OF STATUS |                                  |                        |

Examiner's Initials

RECEIVED  
01 NOV 15 PM 2:59  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED  
01 NOV 15 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
10-9-11

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

MANHATTAN PROPERTY INVESTORS GROUP, LLC

ARTICLE II - Address:

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

145 Woodbridge Road  
Palm Beach, Florida 33480

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☒ The Limited Liability Company is to be managed by the members and the names(s) and address(es) of the managing member(s) is/are:

Stover Industries of West Palm, Inc.  
230 Park Avenue, Suite 464  
New York, New York 10169

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

01 NOV 15 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
FILED

Additional Members may only be admitted on unanimous consent of the Members.

**ARTICLE VI - Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business on 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 in the limited liability company shall be:

Right to continue on unanimous consent of remaining Members.

Signature of a member or an authorized representative  
of a 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.)

ROBERT SHAPIRO

Typed or printed name of signee

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 NOV 15 PM 3:57

APPROVED  
AND  
FILED

CERTIFICATE OF DESIGNATION OF  
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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: \_\_\_\_\_

MANHATTAN PROPERTY INVESTORS GROUP, LLC

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

ROBERT SHAPIRO

Name

145 Woodbridge Road

Florida street address (P.O. Box NOT Acceptable)

PALM BEACH, FLORIDA 33480

City, State and Zip

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 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.

SIGNATURE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
FILED