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DEC 14 PM 4:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 375996-4809298  
AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 125.00

ORDER DATE : December 14, 2001

ORDER TIME : 3:19 PM

ORDER NO. : 375996-005

CUSTOMER NO: 4809298

CUSTOMER: Ms. Margaret Chow  
Riker, Danzig, Scherer, Hyland  
& Perretti  
Headquarters Plaza II  
One Speedwell Avenue  
Morristown, NJ 07962-1981

*Need To Do My*

DOMESTIC FILING

NAME: BRUALDI HOLDINGS, LLC

600004727196--4

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP  
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112  
EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
01 DEC 14 PM 4:00  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
BRUALDI HOLDINGS, LLC

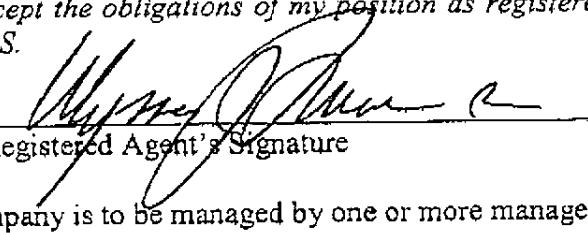
Signed by the undersigned, for the purposes of forming a limited liability company pursuant to the Florida Limited Liability Company Act:

**FIRST:** The name of the limited liability company is BRUALDI HOLDINGS, LLC (the "Company").

**SECOND:** The mailing address and street address of the principle office of the Company is 435 L'Ambiance Drive, Unit M-808, Longboat Key, Florida 34228.

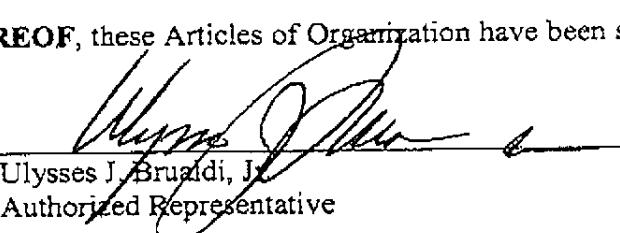
**THIRD:** The name and the Florida street address of the Company's initial registered agent for service of process is Ulysses J. Brualdi, Jr., 435 L'Ambiance Drive, Unit M-808, Longboat Key, Florida 34228.

*Having been named as registered agent and to accept service of process for the above state 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 as provided for in Chapter 708, F.S.*

  
\_\_\_\_\_  
Registered Agent's Signature

**FOURTH:** The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

**IN WITNESS WHEREOF**, these Articles of Organization have been signed this 14th day of December, 2001.

  
\_\_\_\_\_  
Ulysses J. Brualdi, Jr.  
Authorized Representative