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Division of Corporations

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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

MIDTOWN U.F., LLC

Certificate of Status	0
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Estimated Charge	\$125.00

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Articles of Organization

OF

MIDTOWN U.F., LLC.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be MIDTOWN U.F., LLC., ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 6421 Congress Avenue, Suite 100, Boca Raton, Florida 33487.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Joyce D. Schachter, 6421 Congress Avenue, Suite 100, Boca Raton, Florida 33487.

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ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a unanimous vote of the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by

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the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

NAME

ADDRESS

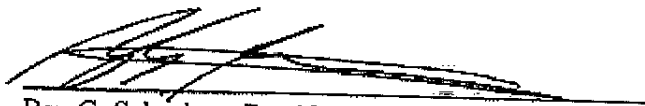
Joyce D. Schachter

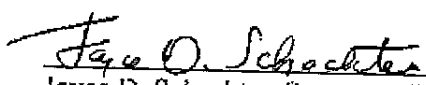
6421 Congress Avenue, Suite 100
Boca Raton, Florida 33487

Ben G. Schachter

6421 Congress Avenue, Suite 100
Boca Raton, Florida 33487

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Deerfield Beach, Florida, on DECEMBER 26, 2001.


Ben G. Schachter, President

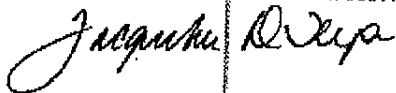

Joyce D. Schachter, Secretary-Treasurer

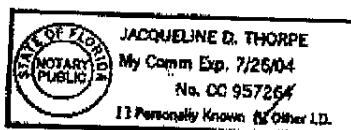
STATE OF FLORIDA
COUNTY OF BROWARD (Palm Beach)

Sworn to and subscribed before me this DECEMBER 26, 2001 by Ben G. Schachter and Joyce D. Schachter, who are personally known to me OR ☒ produced identification.

Type of identification produced: FLDL 5236-067-78-261-0

Notary Public -- State of Florida





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Certificate of Designation of Registered Agent/Registered Office

Under the provisions of F.S. 608.415 or 608.507, MIDTOWN U.F., LLC., 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 MIDTOWN U.F., LLC..
2. The name and address of the registered agent in Florida are:
Joyce D. Schachter
6121 Congress Avenue, Suite 100, Boca Raton, Florida 33487.

The undersigned, being the person named in the articles of organization of MIDTOWN U.F., LLC., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

December 26, 2001



Joyce D. Schachter
Registered Agent

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