



# 020000002898

ACCOUNT NO. : 072100000032

REFERENCE : 388756 8739A

AUTHORIZATION :

*Patricia Pignato*

COST LIMIT : \$ 155.00

ORDER DATE : February 6, 2002

ORDER TIME : 1:25 PM

ORDER NO. : 388756-005

CUSTOMER NO: 8739A

CUSTOMER: Bonnie J. Phillips, Legal Asst  
Siegel Lipman Dunay & Shepard,  
Llp  
Suite 801  
5355 Town Center Road  
Boca Raton, FL 33486

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IN PARTIAL PAYMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: GIMBEL HOLDING CO. (FLORIDA),  
LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

000004884120--9

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 FEB -6 PM 3:33

*W2/6*

*2p*

**ARTICLES OF ORGANIZATION  
OF  
GIMBEL HOLDING CO. (FLORIDA), LLC**

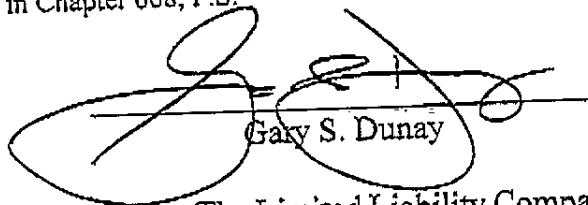
Article I - Name: The name of the Limited Liability Company is Gimbel Holding Co. (Florida), LLC.

Article II - Address: The mailing address and street address of the principal office of the Limited Liability Company is 5676-78 Riverdale Avenue, Suite 4B, Riverdale, new York 10471.

Article III - Registered Agent, Registered Office, & Registered Agent's Signature:  
The name and the Florida street address of the registered agent are:

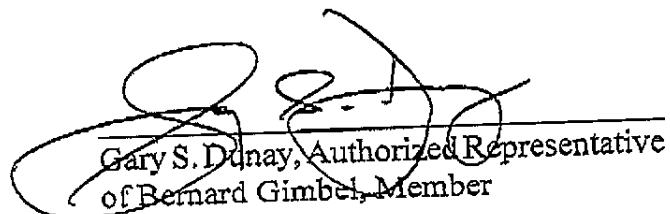
Gary S. Dunay  
5355 Town Center Road, Suite 801  
Boca Raton, Florida 33486

Having been named as registered agent and to accept service of process of 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 as provided for in Chapter 608, F.S.

  
Gary S. Dunay

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

  
Gary S. Dunay, Authorized Representative  
of Bernard Gimbel, Member

(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.)