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February 13, 2002

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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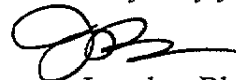
Re: Limited Liability Company New Filing
Rayda, L.C.

Dear Sir or Madam:

Please find enclosed the following documentation in accord with the above referenced new Limited Liability Company filing:

1. Articles of Organization;
2. Certificate of Registered Office and Registered Agent;
3. Attorney Check No.1169 in the amount of \$155.00, made payable to the Department of State for the filing the above-referenced L.C. (\$125.00 plus the Certified Copy Fee of \$30.00);
4. Self addressed, Stamped return envelope for return of the certified copy.

Very truly yours,



Jonathan Bloom

JB/md
Enc.
cc: Dr. Robert Cueli

FILED
02 FEB 26 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LO2-4450
JR



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 21, 2002

JONATHAN BLOOM
299 CAMINO GARDENS BLVD.
BOCA RATON, FL 33432

SUBJECT: RAYDA, L.C.
Ref. Number: W02000005040

We have received your document for RAYDA, L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 602A00010684

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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February 25, 2002

VIA OVERNIGHT MAIL

Tammi Cline
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Subject: Rayda, L.C.
Ref. No.: W02000005040

Dear Ms. Cline:

Enclosed herewith please find a revised Articles of Organizations of Rayda, LC, along with your letter dated February 21, 2002 with regard to the above captioned matter.

Please note, that we have corrected in Article IV the Articles to include a street address and mailing address of the principal office.

Upon receipt of this correspondence, kindly send our office a copy of the filing in the self-addressed stamped envelope provided herein.

Thank you for your cooperation. If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,



Jonathan Bloom

JB/caq
Enclosures (2)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
RAYDA, L.C.**

ARTICLE I

The name of the limited liability company is RAYDA, L.C.

ARTICLE II

The period of the limited liability company's duration shall be thirty (30) years from the date of the filing of these Articles of Organization with the Department of State.

ARTICLE III

The purpose for which this limited liability company is organized is to own,, operate and manage commercial real estate properties.

ARTICLE IV

The mailing address of this limited liability company in the state of Florida is 3071 NE 45th Street, Fort Lauderdale, Florida 33308.

The address of the principal office of this limited liability company in the state of Florida is 3071 NE 45th Street, Fort Lauderdale, Florida 33308.

The name and address of the initial registered agent is Jonathan Bloom, Esq. of Bloom, Ballen & Freeling, Attorneys At Law at 299 Camino Gardens Boulevard, Suite 207, Boca Raton, Florida 33432.

ARTICLE V

The total amount of cash is \$360,000.00 in real property ("Property"). The contribution of each member is as follows:

<u>Member</u>	<u>Contribution</u>	<u>Pro-Rata Share</u>
Robert Cueli	\$360,000.00 (Property)	100.00%

ARTICLE VI

There may be additional contributions to be made by the members.

ARTICLE VII

The members shall maintain the right to admit additional members.

ARTICLE VIII

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, the remaining members may continue the business of the limited liability company provided that the unanimous consent of the remaining members is secured.

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TALLAHASSEE, FLORIDA


ARTICLE IX

The management of the limited liability company is reserved to the initial members. The names and addresses of the members are:

<u>Name</u>	<u>Address</u>
Robert Cueli	3071 NE 45 th Street, Fort Lauderdale, Florida 33308

ARTICLE X

Notwithstanding any other provision of these Articles or the Operating Agreement and for federal income tax purposes, a member's share of income, gain, loss, deduction, or credit shall be determined in accordance with the Company property/liabilities guaranteed or funded by one or more Members therefore allowing for the allocation to the Member or Members that bear the economic risk of loss of such property/debt.


Jonathan Bloom, Esq.
Bloom, Ballen & Freeling
Attorneys At Law
Attorney for and Authorized Agent
of the Members of 925 Sunrise Park, LC
299 Camino Gardens Blvd., Suite 207
Boca Raton, FL 33432
(561) 864-0000
Fla. Bar No. 75231

2/25/02
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

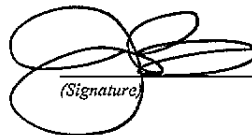
1. The name of the limited liability company is: RAYDA, L.C.
2. The name and address of the registered agent and office is:

Jonathan Bloom, Esq. of
Bloom, Ballen & Freeling, Attorneys At Law
(Name)

299 Camino Gardens Boulevard
(P.O. Box not acceptable)

Boca Raton, Florida 33432
(City/State/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.

 EBF 2/13/02
(Signature) (Date)

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02 FEB 26 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA