

L02000004717

LAW OFFICES
SCHWARTZ, GOLD, COHEN, ZAKARIN & KOTLER P.A.
14 S.W. BOCA RATON BOULEVARD
BOCA RATON, FL 33432-4700

EDWARD B. COHEN
PAULA S. GOLD (RETIRED)
MICHAEL I. KOTLER **
ALLAN H. SCHWARTZ
MELODY E. STEINBERG
RONALD M. ZAKARIN *
GREGG H. GLICKSTEIN, OF COUNSEL

NEW YORK OFFICE
1129 NORTHERN BOULEVARD
MANHASSET, NEW YORK 10960
BOCA RATON (561) 361-4000
FAX (561) 361-9770

* ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND NEW YORK
** ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND PENNSYLVANIA

February 22, 2002

Via Federal Express 8256 9166 2181
Return Federal Express 8256 9166 2192
Secretary of State
Division of Corporations
409 East Gain Street
Registration Section
Tallahassee, FL 32399

900004980869--5
-02/21/02--01042--004
****125.00 ****125.00

Re: **Organization of J & K Development, LLC**
File Number 6-248-4

W02-5320/L02-4717

Dear Sir/Mam:

Enclosed please find our law firm's check in the amount of One Hundred Twenty-Five (\$125.00) for the filing of the enclosed Articles of Organization and Certificate of Designation of Registered Agent relating to the above referenced Limited Liability Company. Please file the Articles and return a copy of the filed articles in the enclosed Federal Express envelope. Thank you for your assistance with this matter.

Very truly yours,


Michael I. Kotler

MIK/mes
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 21 PM 2:15
LR 2/27



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 25, 2002

MICHAEL I. KOTLER
SCHWARTZ, GOLD, COHEN ET AL.
1129 NORTHERN BLVD.
MANHASSET, NY 11030

SUBJECT: J & K DEVELOPMENT, LLC
Ref. Number: W02000005320

We have received your document for J & K DEVELOPMENT, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article IV lists the company as its own member, but a limited liability company cannot be its own member.

Also, your letter requests the return of a copy of the articles. If you would like us to return a copy when the original is filed, you must supply a copy with the original. — *copy Enclosed*

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 402A00011493

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION

OF

J & K DEVELOPMENT, LLC

ARTICLE I

NAME

The name of this limited liability company is

J & K DEVELOPMENT, LLC

ARTICLE II

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

**c/o Scott T. Rhine
399 NW Boca Raton Boulevard
Boca Raton, Florida 33432**

ARTICLE III

REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

**Scott T. Rhine
399 NW Boca Raton Boulevard
Boca Raton, Florida 33432**

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ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated limited liability company, at place designated in this certificate, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper 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.


Scott Rhine, Registered Agent

ARTICLE IV
MEMBERS AND MANAGEMENT

Check if applicable:

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

This limited liability company shall have the following members:

NAME	ADDRESS
J & K Trust U/A dated February 12, 2002	c/o Scott Rhine 399 NW Boca Raton Boulevard Boca Raton, Florida 33432

ARTICLE V

PURPOSE

This limited liability company is organized for the following purposes:

1. To own and operate a business which builds, owns, leases and operates cell phone towers.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VI
CONTRIBUTIONS

The total amount of cash contributed to the limited liability company and the member contributing the cash is as follows:

NAME	AMOUNT
J & K Trust U/A dated February 12, 2002	\$10,000.00

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The members of the limited liability company have agreed to make the following additional contributions, which contributions, if any, shall be made upon the following terms and conditions:

None, provided that future contributions can be made as determined from time to time by the members.

ARTICLE VII

ADMISSION OF ADDITIONAL MEMBERS

The members of the limited liability company may admit additional members provided however that any such admission shall require the affirmative written consent of all members of the limited liability company.

ARTICLE VIII

VOTING

All members of the limited liability company shall be entitled to vote on matters relating to the limited liability company.

Each member's vote shall be weighted as follows:

NAME	PERCENTAGE
J & K Trust U/A dated February 12, 2002	100%

ARTICLE IX

TERM OF EXISTENCE

This limited liability company shall have an existence commencing on the date of receipt of these Articles of Organization by the Secretary of State of Florida and shall continue perpetually.

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In the event of 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 the remaining members shall have the right to continue the business of this limited liability company.

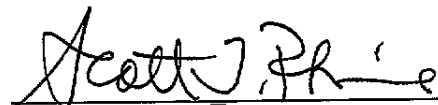
ARTICLE X

AMENDMENT

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, in the manner provided by law.

(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.)

J & K DEVELOPMENT, LLC



Scott Rhine, Trustee of the J & K Trust
U/A dated 2/12/2002 as Member

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