

LO2000008568
BARRETT, ROGERS & ASSOCIATES, P.A.
ATTORNEYS AT LAW

FLORIDA OFFICE

801 N.E. 167th Street
SECOND FLOOR
NORTH MIAMI BEACH, FLORIDA 33162
TELEPHONE: 305-455-2040
FACSIMILE: 305-455-2275

JOHN R. BARRETT, J.D. (OF COUNSEL)
(MEMBER: FLORIDA & VIRGINIA BARS)
WILLIAM L. ROGERS, J.D.
(MEMBER: FLORIDA BAR)

VIRGINIA OFFICE

195 RIVERBEND DRIVE
PANTOPS
CHARLOTTESVILLE, VIRGINIA 22911
TELEPHONE: 804-977-6000
FACSIMILE: 804-977-6005

MJH

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March 8, 2002

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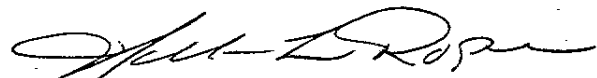
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: The Institute for Educational Grants, L.L.C.

Dear Sir or Madam,

Enclosed is an original and one copy of the articles of organization and a check in the amount of \$ 155.00, representing your payment for the filing fee, registered agent designation, and certificate of status. I have also enclosed another copy of the articles for your office to return "file stamped" (non-certified) to my office in the self-addressed envelope enclosed.

Very truly yours,


William L. Rogers, Esq.

WLR\pm
enclosures [as stated herein]

FILED
02 APR 10 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 26, 2002

WILLIAM L. ROGERS, ESQ.
BARRETT, ROGERS & ASSOCIATES, P.A.
801 N.E. 167TH STREET, SECOND FLOOR
NORTH MIAMI BEACH, FL 33162

SUBJECT: THE INSTITUTE FOR EDUCATIONAL GRANTS, L.L.C.
Ref. Number: W02000008457

We have received your document for THE INSTITUTE FOR EDUCATIONAL GRANTS, L.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):

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.

The name of a Limited Liability Company must end with the words "limited company", "limited liability company" or their abbreviation "Ltd. Co." "L.C." or "L.L.C."

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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 602A00018064

**ARTICLES OF ORGANIZATION
OF**

THE INSTITUTE FOR EDUCATIONAL GRANTS, L.L.C.

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:

The Institute for Educational Grants, L.L.C. ("Company")

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is:

Penthouse 604
3610 South Ocean Blvd.
Palm Beach, Florida 33480

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.

02 APR 10 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is:

William L. Rogers, Esq.
Second floor
801 N.E. 167th St.
North Miami Beach, Florida 33162

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as agreed between them.

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 a manager in accordance with regulations adopted by 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 name and address of the initial managers of the company are:

Sheldon Abend
Penthouse 604
3610 South Ocean Blvd.
Palm Beach, Florida 33480

Renee Abend
10451 N.W. 48th St.
Miami, Florida 33178

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

Sheldon Abend

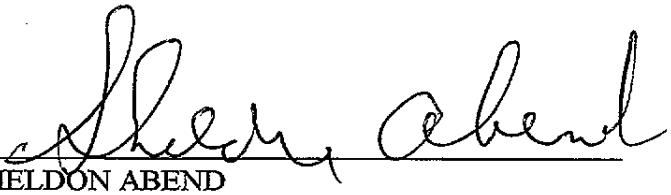
Renee Abend

ADDRESS

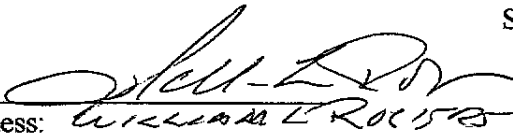
Penthouse 604
3610 South Ocean Blvd.
Palm Beach, Florida 33480

10451 N.W. 48th St.
Miami, Florida 33178

IN WITNESS WHEREOF, the undersigned organizer Sheldon Abend made and subscribed
these articles of organization at North Miami Beach, Miami-Dade County, Florida, on
12 day of March, 2002.



SHELDON ABEND

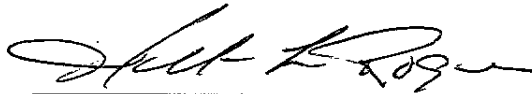

Witness: WILLIAM L. ROJO
(Print/type name)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, 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 **The Institute for Educational Grants.**
2. The name and address of the registered agent in Florida are:
William L. Rogers, Esq.
Second floor
801 N.E. 167th St.
North Miami Beach, Florida 33162

The undersigned, being the person named in the articles of organization of **The Institute for Educational Grants**, 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.



WILLIAM L. ROGERS
Registered Agent