

FRANKEL
ENTERPRISES INC.

200 ADMIRALS COVE BOULEVARD, SUITE 417, JUPITER, FLORIDA 33477 (561) 744-1033 • FAX (561) 744-8889

L02 0000 13020

May 16, 2002

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

200005597062--6
-05/22/02--01027--006
****125.00 ****125.00

Re: Articles of Organization of Paone/Frankel Estate Homes, L.C.

Dear Ladies and Gentlemen:

Enclosed please find the original and one copy of the above referenced Articles of Organization for Paone/Frankel Estate Homes, L.C., a Florida Limited Liability Company, together with a check in the amount of \$125.00 representing the filing fee. Please file these Articles of Organization and then return a copy of same to me at the address listed below.

Thank you for your help and cooperation.

Sincerely,

SHERRY LEFKOWITZ HYMAN, ESQ.

SLH/pja

Enclosures

FILED
02 MAY 22 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M THOMAS

5/29

**ARTICLES OF ORGANIZATION
FOR
PAONE/FRANKEL ESTATE HOMES, L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the limited liability company is Paone/Frankel Estate Homes, L.C.

ARTICLE II - Address:

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

200 Admirals Cove Blvd.
Suite 417
Jupiter, FL 33477

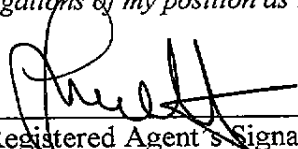
ARTICLE III - Registered Agent

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

Sherry Lefkowitz Hyman, Esq.
200 Admirals Cove Blvd.
Suite 417
Jupiter, FL 33477

FILED
02 MAY 22 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

ARTICLE IV - Management:

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



Thomas Frankel, Member

(In accordance with Section 608.408(3), Fla. Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)