

LAW OFFICES
Feldman & Schneiderman, P.L.
401 CAMINO GARDENS BOULEVARD
BOCA RATON, FLORIDA 33432-5809
TEL: (561) 392-4400 FAX: (561) 392-1521
www.feldmanlawoffice.com

JOHN J. FELDMAN, P.A.
AUSTIN B. SCHNEIDERMAN, P.A.

MERIDETH WATSON
CERTIFIED LEGAL ASSISTANT
if...com

L02000021281

August 15, 2002

000007194920--0
-08/19/02--01036--017
****125.00 ****125.00

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

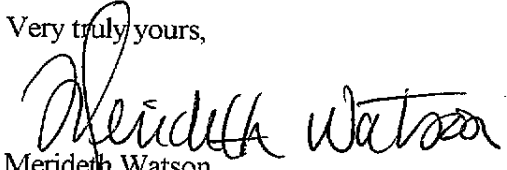
Re: **ELGEE INVESTMENTS, LLC**

Dear Clerk:

Enclosed please find our check in the amount of ONE HUNDRED TWENTY FIVE (\$125.00) DOLLARS representing the filing fee for the enclosed Articles of Organization and Statement Designating Registered Agent and Office.

Please forward acknowledgment of filing to this office.

Very truly yours,


Merideth Watson
Certified Legal Assistant

MW/br
Enclosures.

Elgee/tr secy state 81502

02 AUG 19 AM 10:39
TALLAHASSEE, FLORIDA

8/20
msc

ARTICLES OF ORGANIZATION OF
ELGEE INVESTMENTS, LLC

TALLAHASSEE, FLORIDA

02 AUG 19 AM 10:39

1749 330

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of professional limited liability companies for profit. We declare that the following Articles shall serve as authority for the conduct of the business of the limited liability company.

ARTICLE ONE

NAME; PRINCIPAL PLACE OF BUSINESS;
MAILING ADDRESS OF BUSINESS

The name of the limited liability company shall be ELGEE INVESTMENTS, LLC, with its principal office at c/o Feldman, Schneiderman & Fagan, P.L., 401 Camino Gardens Boulevard, Boca Raton, Palm Beach County, Florida 33432-5809, but it shall have authority to establish such other offices at any other locations as its members may designate. The mailing address of the limited liability company shall be 401 Camino Gardens Boulevard, Boca Raton, Palm Beach County, Florida 33432-5809.

ARTICLE TWO

POWERS AND PURPOSES

The limited liability company is authorized to conduct and transact any and all business lawful in the State of Florida for limited liability companies, including, but not limited to buying, selling and developing real estate. Nothing contained herein shall be deemed or construed to authorize or permit the limited liability company to exercise any power or perform any act that a limited liability company may not exercise or perform under Florida law.

ARTICLE THREE

EXERCISE OF POWERS

All limited liability company powers shall be exercised, and the business of the limited liability company shall be supervised, by and under the direction of the members

of the company, who shall elect a Manager to oversee and operate the limited liability company, subject to supervision and at the discretion of the members. This Article may be amended from time to time in the regulations of the limited liability company by a vote of two-thirds (2/3) of the members of the company.

ARTICLE FOUR

MANAGEMENT

Management of this limited liability company is reserved to its Manager (such Manager need not be a member of the limited liability company) and members, whose names and addresses are:

Initial Members

LISA KALLAI HARGROVE 310 South Federal Highway
Boynton Beach, FL 33435

GEORGE L. KALLAI 37043 Exuma Bay Drive
Boynton Beach, FL 33436

Initial Manager

JOEL H. FELDMAN c/o Feldman & Schneiderman, P.L.
401 Camino Gardens Boulevard
Boca Raton, Florida 33432-5809

The members may delegate to any or all of its members and Manager, in the Operating Agreement of the limited liability company, such management authority as the members may determine to be in the best interest of the limited liability company, subject to the provisions of Florida law, as amended from time to time.

ARTICLE FIVE

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by a vote of seventy-five (75%) percent of the members. Contributions of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with the written consent of seventy-five (75%) percent of the members.

On death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on the consent of seventy-five (75%) percent of the remaining members.

ARTICLE SIX

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$200.00 shall be paid to the limited liability company by each member named herein. Additional capital contributions will be made as required for investment purposes, as determined by seventy-five (75%) percent of the members. All members shall make equal contributions to the company.

ARTICLE SEVEN

PROFITS AND LOSSES

A. *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company, which remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being August 1, 2002.

B. *Losses.* All losses that occur in the operation of the limited liability company shall be paid out of the capital of the company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE EIGHT

DURATION

This limited liability company shall have perpetual existence until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.



ARTICLE NINE

INITIAL REGISTERED OFFICE AND
INITIAL REGISTER AGENT

The address of the initial registered office of the limited liability company is 401 Camino Gardens Boulevard, Palm Beach County, Florida 33432-5809. The name of the initial registered agent at that address is Joel H. Feldman.

THE UNDERSIGNED, BEING THE ORIGINAL MEMBERS OF THE LIMITED LIABILITY COMPANY CERTIFY THAT THIS INSTRUMENT CONSTITUTES THE PROPOSED ARTICLES OF ORGANIZATION OF ELGEE INVESTMENTS, LLC.

EXECUTED by the undersigned at Boca Raton, Florida this 14th day of August, 2002.


LISA KALLAI HARGROVE

GEORGE L. KALLAI

Elgee investments/articles of organization

FILED
02 AUG 19 AM 10:39
TALLAHASSEE, FLORIDA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

Pursuant to Sections 608.415 and 608.407(1)(d), of the Florida Limited Liability Company Act, the limited liability company named below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is ELGEE INVESTMENTS, LLC.

The name of the registered agent for ELGEE INVESTMENTS, LLC is Joel H. Feldman, located at c/o Feldman & Schneiderman, P.L., 401 Camino Gardens Boulevard, Boca Raton, Florida 33432-5809.

This statement is to acknowledge that, as indicated above, ELGEE INVESTMENTS, LLC has appointed me, Joel H. Feldman, as its registered agent to accept service of process for the company at the place designated above. I accept this 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 complete and proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 14th day of August, 2002.


By: **JOEL H. FELDMAN**

The foregoing instrument was acknowledged by me this 14th day of Aug., 2002 by JOEL H. FELDMAN, agent of and for ELGEE INVESTMENTS, LLC, a limited liability company, who is personally known to me or who produced pers. known as identification.


NOTARY PUBLIC

Elgee investments/reg agent

