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GERALD RUBIN

A PROFESSIONAL CORPORATION

October 31, 2002

57 FREEMAN STREET NEWARK, NJ 07105 (973) 589-6900 FAX (973) 589-6883

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Two Rivers Limited, L.L.C.

Gentlemen:

Enclosed please find an original and one copy of Articles of Organization for filing. Also enclosed is my check in the amount of \$160.00 representing the filing fee for the Articles of Organization, Designation of Registered Agent, Request for Certified copy of the Articles of Organization and a Certificate of Status. Please send us the certified copy of the Articles or Organization and the Certificate of Status in the enclosed stamped self-addressed envelope.

GERALD RUBIN

Sincerely y

GR:cn Enc. PILEL 2NOV-4 PM 1:1 CRETARY OF SIA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABLITY **COMPANY**

ARTICLE 1 – Name:

The name of the Limited Liability Company is:

TWO RIVERS LIMITED, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability

Company is: Clo Scott Rubin

989 Harbor View North

Harbor Island, 71.33019

ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature:

The name and the Florida Street Address of the registered agent is:

Scott Rubin 989 Harbor View North Harbor Islands, FL 33019

ARTICLE IV – Effective Date:

The effective date shall be the date of filing of these Articles of Organization with the Registration Section of the Division of Corporations of the State of 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.

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,