

L03000007038

(Requestor's Name)

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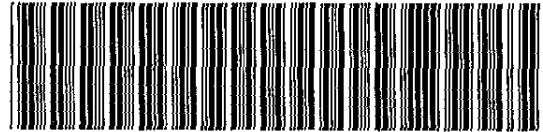
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12/1



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 942988 100198A

AUTHORIZATION :

COST LIMIT : \$ 125.00

*Patricia Pizito*

ORDER DATE : February 25, 2003

ORDER TIME : 1:28 PM

ORDER NO. : 942988-005

CUSTOMER NO: 100198A

CUSTOMER: Henry M. Cooper, Esq  
Fogel & Cohen Attorneys &  
Counselors At Law  
Suite 111  
2500 N. Military Trail  
Boca Raton, FL 33431

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DOMESTIC FILING

NAME: S & M REAL ESTATE DEVELOPMENT,  
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: \_\_\_\_\_

## **ARTICLES OF ORGANIZATION**

### **OF**

#### **S & M REAL ESTATE DEVELOPMENT, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

#### **ARTICLE I: NAME OF LIMITED LIABILITY COMPANY**

The name of the Company shall be S & M REAL ESTATE DEVELOPMENT, L.L.C.

#### **ARTICLE II: PURPOSE**

The purpose for which this Limited Liability Company is organized is to engage in any lawful activity or to transact any lawful business for which limited liability companies may be organized pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended.

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#### **ARTICLE III: PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Company is located at 18305 Biscayne Boulevard, Suite 400, Aventura, Florida 33160. The mailing address for the Company is 212 East 47<sup>th</sup> Street, 3<sup>rd</sup> Floor, New York, New York 10017.

#### **ARTICLE IV: TERM OF EXISTENCE**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall exist perpetually.

#### **ARTICLE V: REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Company in the State of Florida is Seth I. Cohen, Esq., Fogel & Cohen, 2500 N. Military Trail, Suite 111, Boca Raton, Florida 33431.

## ARTICLE VI: 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 manager of the Company is:

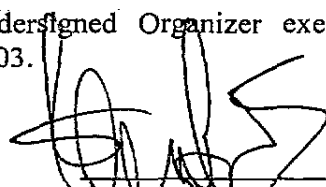
Steven Goodstein  
212 East 47th Street, 3<sup>rd</sup> Floor  
New York, New York 10017

## ARTICLE X: ORGANIZER

The name and address of the person signing these Articles of Organization as Organizer is:

Steven Goodstein  
212 East 47th Street, 3<sup>rd</sup> Floor  
New York, New York 10017

IN WITNESS WHEREOF, the undersigned Organizer executed these Articles of Organization this 24<sup>th</sup> day of February, 2003.



STEVEN GOODSTEIN

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STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this 24th day of February, 2003, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared STEVEN GOODSTEIN, known to me to be the person described herein and who executed the forgoing instrument, who acknowledged before me that she executed the same, who is (x) personally known to me, or ( ) who has produced \_\_\_\_\_ as identification, and who did take an oath.



Seth I. Cohen  
Notary Public, State of Florida

**REGISTERED AGENT'S ACCEPTANCE**

The undersigned, named as the registered agent in Article VI of these Articles of Organization, hereby accepts the appointment as such registered agent, and acknowledges that it is familiar with and accepts the obligations imposed upon registered agents under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended.

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OCT 25 PM 1:51

Seth I. Cohen, Esq.  
SETH I. COHEN, ESQUIRE

Prepared By:  
Seth I. Cohen, Esq.  
Florida Bar No.: 933597  
Fogel & Cohen  
2500 N. Military Trail, Suite 111  
Boca Raton, Florida 33431