

L0300000 7519

Tony Capato
(Requestor's Name)

Club F. E.
(Address)

9900 Griffin Road
(Address)

Cooper City, FL 33314
(City/State/Zip/Phone #)

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Total Business Management, LLC
(Business Entity Name)

L03000007519
(Document Number)

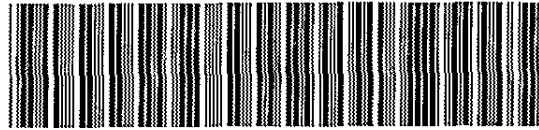
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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
TOTAL BUSINESS MANAGEMENT, LLC

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03 FEB 28 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, with the intention of forming a Limited Liability Company under FLA. STAT. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I. NAME

The name of this Limited Liability Company is TOTAL BUSINESS MANAGEMENT, LLC.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this Limited Liability Company is 9900 Griffin Road, Cooper City, Florida 33314.

ARTICLE III. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this Limited Liability Company is 9900 Griffin Road, Cooper City, Florida 33314. The name of the initial registered agent at that address is Law Office of William Greenberg.

ARTICLE IV. PURPOSE

The purpose of this Limited Liability Company is offer management services to all business entities. However, this Limited Liability Company shall be considered separate and independent from any business entity to which it may provide management services.

ARTICLE V. DURATION

This Limited Liability Company's existence shall be perpetual unless dissolved as provided in the Articles of Organization.

ARTICLE VI. CAPITAL CONTRIBUTIONS

Each member of this Limited Liability Company has contributed an equal value of cash and/or property.

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CLERK OF DISTRICT
CLERK OF DISTRICT
TALLAHASSEE, FLORIDA

ARTICLE VII. ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Limited Liability Company, except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in this Limited Liability Company, but the transferee shall have no right to participate in the management of the business and affairs thereof, other than the disposal of his or her interest.

ARTICLE VIII. TERMINATION OF EXISTENCE

This Limited Liability Company shall be dissolved on the death, bankruptcy, or dissolution of a member or a manager, or on the occurrence of any other event that terminates the continued membership of a member, unless the business of this Limited Liability Company is continued by the consent of all the remaining members, provided there are at least 2 (two) remaining members.

ARTICLE IX. MANAGEMENT

This Limited Liability Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of this Limited Liability Company. These regulations may contain any provisions for the regulation and management of the business and affairs not inconsistent with the laws of the State of Florida or the Articles of Organization. The names and addresses of the members of this Limited Liability Company are:

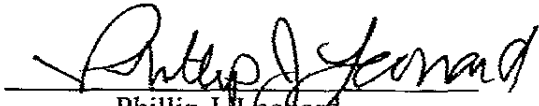
<u>Name</u>	<u>Address</u>
Antonio J. Capato	9900 Griffin Road Cooper City, Florida 33328
Phillip J. Leonard	9900 Griffin Road Cooper City, Florida 33328
William Greenberg	2929 Purchase Street Purchase, New York 10577
Jon M. Rosenblatt	110 West 25 th Street 8 th Floor New York, New York 10001

ARTICLE X. AMENDMENT

This Limited Liability Company reserves the right to amend or repeal any provisions in these Articles of Organization in the manner provided by law.

IN WITNESS WHEREOF, the undersigned organizers have executed these Articles of Organization on this 20 day of February, 2003.

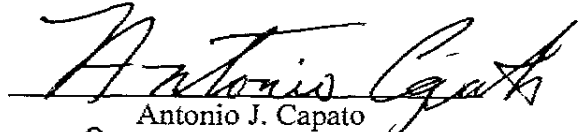

Antonio J. Capato

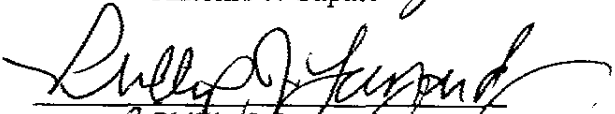

Phillip J. Leonard

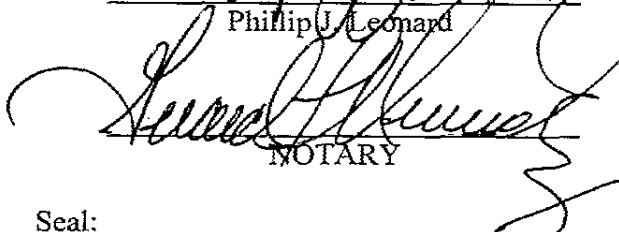
STATE OF FLORIDA

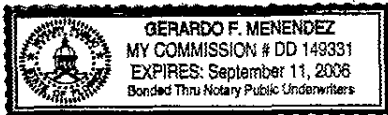
COUNTY OF BROWARD

The foregoing Articles of Organization were acknowledged before me on this 20 day of FEBRUARY, 2003, 2003, by Philip J. Leonard, who produced FL DRIVERS LICENSE as identification, and Antonio J. Capato, who produced FL DRIVERS LICENSE as identification.


Antonio J. Capato


Phillip J. Leonard


NOTARY



Seal:

ACCEPTANCE OF REGISTERED AGENT

I, William Greenberg, being the person named in the foregoing Articles of Organization of Total Business Management, LLC, as the Registered Agent of this Limited Liability Company, hereby consent to accept service of process for this Limited Liability Company at the place designated in the foregoing Articles of Organization, and accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with any additional provisions of all statutes relating to the proper and complete performance of my duties hereunder



William Greenberg

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TALLAHASSEE