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(Business Entity Name)

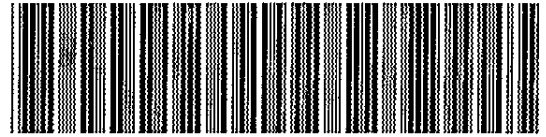
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09/24/03--01040--002 \*\*25.00

RECEIVED  
TALLAHASSEE, FLORIDA

03 SEP 24 AM 11:30

FILED

9/29  
CMT

**POLTORACK & SHAFRAN LLC**

ATTORNEYS AT LAW

200 SOUTHEAST 6 STREET, SUITE 404  
FORT LAUDERDALE, FLORIDA 33301

RONALD D. POLTORACK  
MILTON P. 'MARTY' SHAFRAN

TELEPHONE (954) 766-6000  
FAX (954) 766-6008

September 23, 2003

**VIA FEDEX**

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**RE: Poltorack & Shafran LLC**

**FILED**  
03 SEP 24 AM 11:30  
TALLAHASSEE, FLORIDA

Dear Registration Officer:

I enclose the Amended and Restated Articles of Organization of Poltorack & Shafran LLC along with a check for the filing fee in the amount of \$25.00. The purpose of this filing is to change the name of the firm from Poltorack & Shafran LLC to Poltorack, Shafran & Falzone LLC, as well as to reflect a change of address for the Company and the registered agent. Kindly return the letter of acknowledgement in the stamped, self-addressed envelope I have provided.

Thank you for your assistance.

Very truly yours,

  
Ronald D. Poltorack

RDP:cd  
Enclosures

**AMENDED AND RESTATED**  
**ARTICLES OF ORGANIZATION OF**  
**POLTORACK & SHAFRAN LLC**

\*\*\*\*\*

**(NAME CHANGE TO POLTORACK,**  
**SHAFRAN & FALZONE LLC)**

**ARTICLE I - NAME**

The name of the limited liability company is hereby changed from Poltorack & Shafran LLC to Poltorack, Shafran & Falzone LLC.

**ARTICLE II - ADDRESS**

Effective October 15, 2003, the mailing and street address of the principal office of Poltorack, Shafran & Falzone LLC, is hereby changed to: 700 S.E. Third Avenue, Third Floor, Florida 33316.

**ARTICLE III - REGISTERED AGENT/OFFICE**

Effective October 15, 2003, the registered office is hereby changed to: 700 S.E. Third Avenue, Third Floor, Florida 33316, and Ronald D. Poltorack, Esquire, remains the registered agent.

**ARTICLE IV - DURATION**

The Company shall continue to exist unless terminated in accordance with the Operating Agreement. In the event of death, disability, retirement, of a Member, the remaining Member(s) shall have the right to continue to operate the Company unless provided for otherwise in the Operating Agreement.

**ARTICLE V - PERMITTED ACTIVITIES**

The Company may engage in any activities permitted under the laws of the United States of America and the State of Florida, unless provided for otherwise in the Operating Agreement.

SECT 605.11, F.S.  
TALLAHASSEE, FLORIDA

03 SEP 24 AM 11:30

FILED

## ARTICLE VI – MANAGEMENT

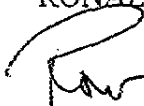
The Members of the Company are Ronald D. Poltorack, Milton P. Shafran and Todd R. Falzone. The Company shall be managed by a Board of Managers. The Board shall consist of Ronald D. Poltorack, Milton P. Shafran and Todd R. Falzone.

## ARTICLE VII – OPERATING AGREEMENT

The Members of the Company shall have the sole and exclusive power to adopt, alter, amend, restate or terminate the Operating Agreement.

Dated this 23rd day of September, 2003.

RONALD D. POLTORACK



Member/Manager

**FILED**  
03 SEP 24 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ACCEPTANCE OF REGISTERED AGENT

I, Ronald D. Poltorack, hereby accept appointment as the registered agent for Poltorack, Shafran & Falzone LLC f/k/a Poltorack & Shafran LLC, and state that I am familiar with the obligations of my position as registered agent as provided for in Chapter 608, Fla. Stat.

RONALD D. POLTORACK



Registered Agent