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LIMITED LIABILITY COMPANY

eureka properties, llc

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 8, 2003

EMPIRE

SUBJECT: EUREKA PROPERTIES, LLC
REF: W03000022592

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

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TALLAHASSEE, FLORIDA

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF ORGANIZATION
OF
EUREKA PROPERTIES, LLC**

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, hereby make, acknowledge and file the following Articles of Organization:

ARTICLE I - NAME

The name of the Limited Liability Company shall be Eureka Properties, LLC ("Company").

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company shall have perpetual existence unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III - PURPOSE

This Company is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida as the members from time to time determine to be appropriate in their discretion.

ARTICLE IV - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property from time to time determined appropriate in their discretion.

ARTICLE V - ADDRESS

The mailing address and street address of the principal office of the Company shall be 142-09 14th Avenue, College Point, New York 11356.

David W. Leskar, Esq.
Shepard & Leskar, P.A.
100 N.W. 70th Avenue
First Floor
Plantation, Florida 33317
(954) 915-8120
Florida Bar No. 343064

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 100 N.W. 70th Avenue, First Floor, Plantation, Florida 33317, and the name of the initial Registered Agent of this Company is Shepard & Leskar, P.A.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the 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 the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE


The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE IX -

The Company shall be managed by the members 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 names and addresses of the members of the Company are:

- | | | | |
|----|--|----|--|
| 1. | Charles Lieber
100 N.W. 70th Avenue
First Floor
Plantation, Florida 33317 | 2. | Harold Peterfreund
100 N.W. 70th Avenue
First Floor
Plantation, Florida 33317 |
|----|--|----|--|

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Broward County, Florida this 6th day of AUGUST, 2003



Charles Lieber
member

SECRETARY OF STATE
CALIFORNIA SECRETARIAT
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STATE OF FLORIDA :
COUNTY OF BROWARD :

ACKNOWLEDGED before me this 6TH day of AUGUST, 2003, by Charles Lieber, who is personally known to me or who produced (PERSONALLY KNOWN) as identification.



David W. Leskar
Commission # CC #70521
Expires Sep. 12, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

[Signature]
Notary Public State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Eureka Properties, LLC, as designated in the Articles of Organization, Shepard & Leskar, P.A. agrees to act in this capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of their duty and is familiar with and accepts the obligations of the position of registered agent.

Date: 8/6/03

[Signature], V.P.
David W. Leskar, V.P. Registered Agent

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NOTARY PUBLIC
STATE OF FLORIDA
DAVID W. LESKAR

STATE OF FLORIDA:
COUNTY OF BROWARD:

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared David W. Leskar, Vice President of Shepard & Leskar, P.A., known to me to be the person who accepted this designation as Registered Agent of the aforesaid Company, and who is personally known to me or has produced (PERSONALLY KNOWN) as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 6TH day of AUGUST, 2003.

[Signature]
Notary Public State of Florida
My Commission Expires:

LORE FERRARI
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CD#15247
EXPIRES 3/2/2004
BONDED THRU ASA 1-800-NOTARY

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