

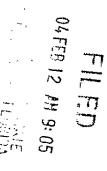
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LAW OFFICES

Joel Reinstein, p.a.

WACHOVIA PLAZA • SUITE 325 925 SOUTH FEDERAL HIGHWAY BOCA RATON, FLORIDA 33432 TELEPHONE (561) 393-6714 FACSIMILE (561) 393-1909

February 11, 2004

AIRBORNE

JOEL REINSTEIN

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: Joel-Lou LLC

Dear Sir:

Enclosed please find Articles of Organization for Filing regarding the above limited liability company.

Also enclosed is a check in the amount of \$125.00 payable to the Florida Department of State representing your filing fee and registered agent fee for the limited liability company.

We have also enclosed a copy of the Articles of Organization. Please return a stamped filed copy to the undersigned in the self-addressed envelope provided.

Please contact the undersigned if you have any questions.

Thank you for your cooperation in this matter.

Singerely,

Joel Reinstein

JR/wsm Enclosures-check

StateLLC.ltr

ARTICLES OF ORGANIZATION OF JOEL-LOU LLC

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ARTICLE I

The name of this limited liability company shall be:

JOEL-LOU LLC

ARTICLE II DURATION

The period of duration of the limited liability company shall be perpetual.

ARTICLE III PRINCIPAL OFFICE OF BUSINESS

The mailing address and street address of this limited liability company is:

925 S. Federal Highway Suite 325 Boca Raton, FL 33432

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial office and registered agent of this limited liability company is

Joel Reinstein 925 S. Federal Highway Suite 325 Boca Raton, FL 33432

ARTICLE V ADDITIONAL MEMBERS

This limited liability company may admit additional members subject to approval by the unanimous vote of the existing member(s).

ARTICLE VI MEMBERS' RIGHT TO CONTINUE BUSINESS

The members remaining after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or after any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by unanimous vote of the remaining members.

ARTICLE VIII INITIAL MANAGER

This limited liability company shall be managed by one or more managers. There shall initially be one manager. The number of managers may be changed in accordance with the Regulations of the company. The name and address of the initial manager is as follows:

The Reinstein Family Limited Partnership c/o Reinstein Family Corp.
925 S. Federal Highway
Suite 325
Boca Raton, FL 33432

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this $\underline{11}$ day of February, 2004.

(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.)

THE REINSTEIN FAMILY LIMITED PARTNERSHIP, Member

BY: REINSTEIN FAMILY CORP.,

General Partner

Joel Reinstein, Presi

ACCEPTANCE OF REGISTERED AGENT

THE NAME OF THE LIMITED LIABILITY COMPANY IS JOEL-LOU LLC.

THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

Joel Reinstein 925 S. Federal Highway Suite 325 Boca Raton, FL 33432

HAVING BEEN NAMED AS REGISTERED AGENT OF THE LIMITED LIABILITY COMPANY NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS ______ DAY OF FEBRUARY, 2004.

(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.)

BY:

Joel Rezastein

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