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SAMUEL D. BALLEN
JONATHAN BLOOM**
MICHAEL A. FREELING**
ALSO ADMITTED IN
NEW YORK
**CONNECTICUT
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November 12, 2004

VIA OVERNIGHT MAIL

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: Limited Liability Company New Filing CONGRESS PARK OFFICE CONDOS, L.L.C.

Dear Sir or Madam:

Please find enclosed the following documentation in accordance with the above-referenced new Limited Liability Company filing:

- 1. Articles of Organization;
- 2. Certificate of Designation of Registered Agent; and
- 3. Check made payable to the Department of State in the amount of for the filing fee of \$185.00. (\$155.00 filing fee plus \$30.00 for certified copies);

Thank you for your immediate attention and if you have any questions please feel free to contact me toll free at 800-805-8305.

very mary yours

Jonathan Bloom

JB/md Enclosures (3)

ARTICLES OF ORGANIZATION OF CONGRESS PARK OFFICE CONDOS, L.L.C.

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ARTICLE I

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The name of the limited liability company is CONGRESS PARK OFFICE CONDOS, L.L.C.

ARTICLE II

The period of the limited liability company's duration shall be ninety (90) years from the date of the filing of these Articles of Organization with the Department of State.

ARTICLE III

The purpose for which this limited liability company is organized is to engage in any activity or business permitted under the laws of the United States of Florida.

ARTICLE IV

The address of this limited liability company in the state of Florida is 1900 Corporate Blvd., Suite 400 East, Boca Raton, FL 33431.

The mailing address of this limited liability company in the state of Florida is 1900 Corporate Blvd., Suite 400 East, Boca Raton, FL 33431.

The address of the principal office of this limited liability company in the state of Florida is 1900 Corporate Blvd., Suite 400 East, Boca Raton, FL 33431.

The name and address of the initial registered agent is Jonathan Bloom, Esq., located at 2295 Corporate Blvd., Suite 117, Boca Raton, Florida 33431.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Registered Agent's Signature

ARTICLE V

The percentage of ownership is as follows:

Member
Jeffrey H. Morris
Yoram A. Galel

Pro-Rata Share 50.00% 50.00%

ARTICLE VI

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There may be additional contributions to be made by the members.

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ARTICLE VII

DIDNETARY OF STATE TALLAHASSES, FLORIDA

The members shall maintain the right to admit additional members.

ARTICLE VIII

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event, which terminates the continued membership of a member in the limited liability company, the remaining members may continue the business of the limited liability company provided that the unanimous consent of the remaining members is secured.

ARTICLE IX

The management of the limited liability company is reserved to the initial members. The names and addresses of the members are:

Name

Address 4 4 1

Jeffrey H. Morris Yoram A. Galel 1900 Corporate Blvd., Suite 400 East, Boca Raton, FL 33431.

1900 Corporate Blvd., Suite 400 East, Boca Raton, FL 33431.

ARTICLE X

Notwithstanding any other provision of these Articles or the Operating Agreement and for federal income tax purposes, a member's share of income, gain, loss, deduction, or credit shall be determined in accordance with the Company property/liabilities guaranteed or funded by one or more Members therefore allowing for the allocation to the Member or Members that bear the economic risk of loss of such property/debt.

Jeffrey H. Morris, Managing Member 1900 Corporate Blvd., Suite 400 East

Boca Raton, Florida 33431

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: CONGRESS PARK OFFICE CONDOS, L.L.C.
- 2. The name and address of the registered agent and office is:

Jonathan Bloom, Esq. Bloom Ballen & Freeling Attorneys At Law (Name)

2295 NW Corporate Blvd., Suite 117
(P.O. Box not acceptable)

Boca Raton, Florida 33431 (City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.