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T. ROBERT ZOCHOWSKI, J.D., L.L.M.
COUNSELLOR AT LAW

MEMBER D.C., N.J., N.Y. & FL. BAR

OF COUNSEL TO:
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EAST WINDSOR, NJ 609-443-4300

HAAS BLDG. SUITE 400
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JUPITER, FLORIDA 33477
561-744-1175
FAX 561-744-6333

P.O. BOX 33
50 PRINCETON-HIGHTSTOWN ROAD
PRINCETON JUNCTION, N.J. 08550
609-799-2111
FAX 609-799-7563

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2005 SEP -6 A 11:31
TALLAHASSEE, FLORIDA

PLEASE REPLY TO Jupiter

VIA UPS

August 31, 2005

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: C & R, LLC

Dear Sir or Madam:

Enclosed please find Articles of Organization and Acknowledgement of Registered Agent concerning the above limited liability company.

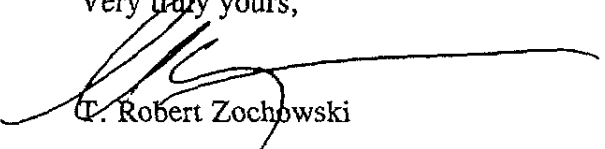
Also enclosed please find check in the amount of \$165.00 representing the filing fee and fee for Certificate of Status.

Please return all correspondence concerning this matter to:

T. Robert Zochowski, Esq.
Suite 400, 1001 N. U.S. Highway One
Jupiter, FL 33477

If you have any questions, please advise.

Very truly yours,


T. Robert Zochowski

TRZ:mb
Enclosures

cc: Mr. Robert McLaughlin

ARTICLES OF ORGANIZATION

OF

**C & R, LLC
A Florida Limited Liability Company**

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The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

Name

The name of this limited liability company shall be C & R, LLC (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company shall be 18862 North Osprey Way, Jupiter, Florida, 33458.

ARTICLE III

Purpose

The purpose of the Company is to purchase, hold, lease, develop and sell real estate and other property, transact all lawful activities or business permitted and/or licensed under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV

Duration

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLES OF ORGANIZATION

C & R, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
Registered Office and Agent

The name and street address of the registered agent of the Company in the State of Florida is:

Robert W. McLaughlin
18862 N. Osprey Way
Jupiter, FL 33458

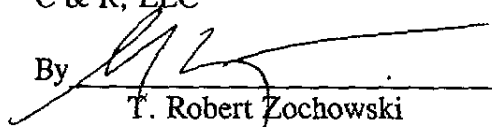
ARTICLE VI
Management by Members

The Company shall be managed by its members in accordance with the Operating Agreement adopted by the member(s) for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation of the affairs of the Company not inconsistent with law or these Articles.

IN WITNESS WHEREOF, the undersigned being an authorized representative of one of the original member(s) of the company has made and subscribed these Articles of Organization of C & R, LLC, on the 1st day of September, 2005.

C & R, LLC

By



T. Robert Zochowski

Authorized Representative

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared T. Robert Zochowski, an authorized representative of a member of C & R, LLC, to me well known, or identified to me by drivers license, to be the individual described in and who has executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed and as his voluntary act and deed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal this 1 day of September, 2005.


Notary Public

State of Florida

My Commission Expires:

(NOTARY SEAL)



MICHELLE A. BROWN
MY COMMISSION # DD 413847
EXPIRES: March 31, 2009
Bonded Thru Budget Notary Services

ARTICLES OF ORGANIZATION

C & R, LLC

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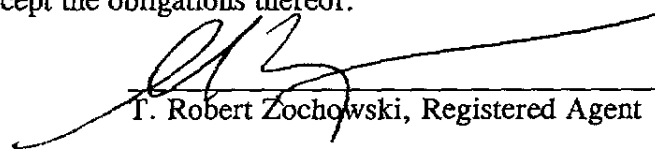
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ACKNOWLEDGMENT OF REGISTERED AGENT

TELEPHONE: 305-444-1111

T. Robert Zochowski, having been named to accept service of process for the above stated limited liability company at the place designated in these Articles, I hereby accept to act in this capacity, agree to comply with the provisions of Section 48.091, Fla. Stat., relative to keeping open said office, and am familiar with the provisions of Chapter 608, Fla. Stat., and accept the obligations thereof.


T. Robert Zochowski, Registered Agent