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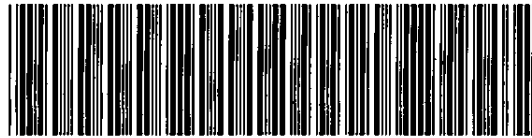
(Business Entity Name)

(Document Number)

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**BLOOM  
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FREELING**  
ATTORNEYS AT LAW

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June 1, 2006

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399  
Attn: New Filings

Re: Limited Liability Company New Filing  
FRANKY PROPERTIES I, LLC

Dear Sir or Madam:

Enclosed please find the following documentation in accord with the above referenced new Limited Liability Company filing:

1. Articles of Organization;
2. Certificate of Registered Office and Registered Agent;
3. Attorney Trust Check No. 601 made payable to the Department of State for the filing fee of \$125.00 plus the Certified Copy Fee of \$30.00; and
4. Self addressed, stamped return envelope for return of the certified copy.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact me.

Very truly yours,

  
Michael A. Freeling

MAF/nt

Enc.

cc: Henry Franky

Richard R. Shavell, CPA

**ARTICLES OF ORGANIZATION**  
**OF**  
**FRANKY PROPERTIES I, LLC**

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The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I**  
**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be FRANKY PROPERTIES I, LLC, and its principal office shall be located at 199 N.W. 9<sup>th</sup> Street, Boca Raton, Florida 33432 and mailing address shall be located at 199 N.W. 9<sup>TH</sup> Street, Boca Raton, Florida 33432, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II**  
**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes, specifically including, but not limited to: the purchase and management of real estate in the State of Florida and/or other potential locations. Said limited liability company being initially organized to own and manage property located at 1239 S.W. 46<sup>th</sup> Avenue, Unit 910, Pompano Beach, FL 33069.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows: Henry Franky, (Managing Member), 9485 N.W. 1<sup>st</sup> Street, Coral Springs, Florida 33071. Yolanda Franky, 9845 N.W. 1<sup>st</sup> Street, Coral Springs, Florida 33071 (Member).

#### ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of One Hundred and 00/100 Dollars (\$100.00) cash shall be paid to the limited liability company by the two (2) members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

#### ARTICLE VII PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits for each calendar year shall be determined and paid to each member on or before June 30th of the following year.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII  
DURATION

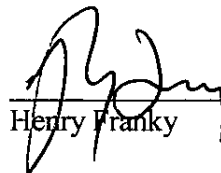
This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 199 N.W. 9<sup>th</sup> Street, Boca Raton, Florida 33432 and the name of the company's initial registered agent at that address is Henry Franky.

The undersigned, being an original member and authorized agent of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of FRANKY PROPERTIES I, LLC.

Executed by the undersigned at 2295 N.W. Corporate Boulevard, Suite 117, Boca Raton, Florida 33431 on June 1, 2006.



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Henry Franky

Managing Member Authorized Agent  
FRANKY PROPERTIES I, LLC  
(Office and Mailing Address)  
199 N.W. 9<sup>TH</sup> Street  
Boca Raton, Florida 33432

**Certificate of Registered Office and Registered Agent**

State of Florida  
County of Palm Beach

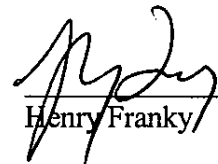
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is FRANKY PROPERTIES I, LLC

The name of the registered agent for FRANKY PROPERTIES I, LLC is **Henry Franky** and the street address and mailing address of the company's principal office where the agent is located is 199 N.W. 9<sup>th</sup> Street, Boca Raton, Florida 33351.

This statement is to acknowledge that, as indicated above, FRANKY PROPERTIES I, LLC has appointed me, Henry Franky, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated 6.1.06

  
Henry Franky

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of June, 2006, by Henry Franky, registered agent on behalf of Franky Properties I, LLC, a Florida limited liability company. He is personally known to me ~~or has produced~~ \_\_\_\_\_ as identification.

MICHAEL A. FREELING  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # 00122102  
EXPIRES 07/23/2006  
BONDED THRU 1-686-NOTARY1

  
Notary Public

My commission expires:

06 JUN - 2 PM 3:15

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DIVISION OF CORPORATIONS