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Division of Corporations
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From:

Account Name : LESLIE ROBERT EVANS & ASSOCIATES, P.A.
Account Number : 105260003565
Phone : (561) 832-8288
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FLORIDA/FOREIGN LIMITED LIABILITY CO

GOODSTEIN FLA, LLC

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**ARTICLES OF ORGANIZATION
OF
GOODSTEIN FLA, LLC**

The undersigned Member, desiring to form a limited liability company under the Florida Limited Liability Company Act ("Act"), Section 608.401-608.514, Florida Statutes, does hereby make and file these Articles of Organization.

ARTICLE I

NAME

The name of this limited liability company ("Company") is:

GOODSTEIN FLA, LLC

ARTICLE II

ADDRESS

The mailing address and street address of the Company's principle office are:

211 East 46th Street, 5th Floor
New York, New York 10017

ARTICLE III

REGISTERED OFFICE AND AGENT

The name and Florida street address of the registered agent are:

Leslie R. Evans, Esquire
Leslie Robert Evans & Associates, P.A.
214 Brazilian Avenue, Suite 200
Palm Beach, Florida 33480

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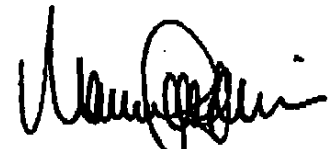
Having been named as registered agent and to accept service of process for the Company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 608, Florida Statutes.


Leslie R. Evans

ARTICLE IV
MANAGEMENT

The Company is to be managed by 1 manager and is, therefore, a manager-managed company. The initial manager will be The M. Goodstein Family LLC, a Delaware limited liability company. A manager who is also a member may interchangeably use the title "Manager" or "Managing Member".

IN WITNESS WHEREOF, the undersigned has made and subscribed theses Articles of Organization on the date hereinafter set forth.


Martin Goodstein, as Managing Member of
The M. Goodstein Family LLC, a Delaware
limited liability company, the Managing
Member of Goodstein FLA, LLCDate July 10 2007

(In accordance with Section 608.408(1),
Florida Statutes, the execution of this
document constitutes and affirmation under
the penalties of perjury that the facts stated
herein are true).

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