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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 14, 1995

CAPITAL CONNECTION P.O. BOX 10349 TALLAHASSEE, FL 32302

SUBJECT: FORTY ONE ASSOCIATES L.C.

Ref. Number: W95000018519

We have received your document for FORTY ONE ASSOCIATES L.C. and check(s) totaling \$337.50. However, your check(s) and document are being returned for the following:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filling of your document, please call (904) 487-6928.

Agnes Lunt Corporate Specialist

Letter Number: 695A00042333

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Forty One Associates L.C.

ARTICLE II - Address:
The mailing address and street address of the principal office of the Limited Liability Company is:

211 Broadway Suite 202 . Lynbrook, N.Y. 11563

ARTICLE III - Duration:
The period of duration for the Limited Liability Company shall be:

The LLC provision for dissolution provides that the bankruptcy, death, dissolution, expulsion, incapacity or withdrawal of a member will cause a dissolution of the LLC unless within 180 days after the event, the LLC is continued by a vote of a majority in interest of all remaining members are clearly - Management

(check and complete the uppropriate statement)

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are;

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/ are:

Daniel Wiener 41 Spruce Street Cedarhurst, N.Y. 11516 Jude Wiener Blotner 211 Broadway Suite 202 Lynbrook, N.Y. 11563 ARTICLE V- Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

That a membership interest is assignable, in whole or in part, but the only effect of the assignment is to entitle the assignee to distributions and allocations of profits and losses to which the assignor would be entitled. The assignee however, does not become a member entitled to participate in management unless a majority in interest of the other members consent to the admission.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business 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 shall be:

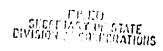
The LLC will dissolve unless within 180 days after the event, the LLC is continued by a vote of a majority in interest of all of the remaining members.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of			
Forty One L.C.	deposes and says:		
1) the above named limited liability com	peny has at least two members YES		
2) the total amount of cash contributed by	y the member(s) is \$		
3) if any, the agreed value of property (1) \$ A description of	ther than cash contributed by member(s) is f the property is attached and made a part hereto.		
4) the total amount of cash or property a	enticipated to be contributed by member(s) is amounts from 2 and 3 above.		

Signature of a member or authorized representative of a member.
(In accordance with section 608 ACS(7), Florida Stanson, the execution of this affidavit seculiate on affirmation under the penaltics of perjury that the facts stated harels are true.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE



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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:
	Forty One Associates L.C.
2. T	The name and address of the registered agent and office is:
	Capital Connection, Inc. (Name)
	417 E. Virginia Street Suite 1
	(P.O. BOX and asseptable)
	Tallahassee, FL 32301
	(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.

(Signature) (Date)

FILING FEE: \$35 for Designation of Registered Agent

FILE NOW: Fee after May 1, will be \$263.75

LIMITED LIABILITY COMPANY ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State **DIVISION OF CORPORATIONS**

1996 FILING FEE

Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE

Name and Mailing Address of Limited Liability Company

\$ 238.75

DOCUMENT #195000000722

FORTY ONE ASSOCIATES L.C. 211 BROADWAY, SUITE 202 LYNBROOK NY 11563

APPROVED

96 K17 25 MI 10: 27

1a. Principal Place of Dusiness Address

LYNBROOK NY 11563

211 BROADWAY, SUITE 202

TOOK PALLY OF STATE

If above making address is incorrect in any way. Insithros Principal Place of Business Suita, Apt. #, etc. City & State		2a. Mailing Add	2a. Mailing Address Suite, Apt. #, etc. City & State		3. Date Organized or Qualified 09/20/1995	3a. State of Formation FL	
		Suite, Apt. #, etc			4. FEI Number	Applied For	
		City & State			11-3291668	Not Applicable	
Zip	Country	Zp	Country		5. Date of Last Report	5. Certificate of Status Desired	
	7. Name and Address of Cu	rrent Registered Agent			8. Name and Address of New Re	gistered Agent	
CAPITAL CONNECTION, INC. 417 E. VIRGINIA STREET, SUITE 1 TALLAHASSEE FL 32301			Name Street Address (P.O. Box Number is Not Acceptable)				
			Suite, Apt. #, elc.				
				City	FL	7-р Code	
its registered off		in the State of Florida, Suc			mited liability company submits this state firmative vote of a majority of the member		
					DATE		

Managing Members/Managers **Business Street Address** City, State and Zip Code MGRM WIENER, DANIEL \$1 SPRUCE STREET CEDARHURST NY MGRM WIENER BLOTNER, JUDE 211 BROADWAY, SUITE 202 LYNBROOK NY 300001760733 -03/28/96--01037--026 ****238.75 ****238.75 i

11 I do hereby certify that the information supplied with this filling is voluntarily furnished and does not qualify for the exemption stated in Section 119 07(3) (k). Florida Statutes I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legat affect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address

SIGNATURE: DANIEL WIENER

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3/18/96 Date

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