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 SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF
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 ROMAN FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904)
 385-6761 (((H95000014555))) DOCUMENT TYPE: LIMITED LIABILITY COMPANY
 NAME: GS&B, L.C. FAX AUDIT NUMBER: H95000014555 CURRENT STATUS:
 REQUESTED DATE REQUESTED: 12/29/1995 TIME REQUESTED: 12:16:18
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0 NUMBER OF PAGES: 7
 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$337.50 ACCOUNT
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December 29, 1995

FILINGS INC.

TALLAHASSEE, FL

SUBJECT: GS&B, L.C. * GS&B, LIMITED COMPANY
REF: W95000025172

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must be identical throughout the document.

PLEASE COMPLETE THE R.A. CERTIFICATE.

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 filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000014555
Letter Number: 695A00055752

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ARTICLES OF ORGANIZATION

OF

GS&B, L.C.

The undersigned natural person, being of the age of eighteen (18) years or more, for the purpose of forming a limited liability company under The Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby executes the following Articles of Organization of **BS&Q** Limited Company:

ARTICLE ONE: NAME

The name of the Limited Liability Company is: GS&B, L.C.

ARTICLE TWO: ADDRESS

The mailing and street address, including the street number, of the Limited Liability Company's principal place of business and registered office in this State is:

7550 Martinique Boulevard, Boca Raton, Florida 33433

The name of the initial registered agent at said address is:

Irving Malinowitz

ARTICLE THREE: ORGANIZERS

The name and address of each organizer is as follows:

NAME	ADDRESS
Irving Malinowitz	7550 Martinique Boulevard, Boca Raton, Florida 33433

ARTICLE FOUR: DURATION

The Limited Liability Company's duration shall be perpetual.

ARTICLE FIVE: MEMBERS RIGHTS TO CONTINUE BUSINESS

Upon an event of withdrawal or disqualification of a member, the remaining members shall have the right, subject to the provisions set forth in the Operating Agreement, to continue the business and affairs of the Limited Liability Company.

PREPARED BY
ALAN J. FISHER, P.A.
7301-A WEST PALMETTO PK. RD. SUITE 305-C
BOCA RATON, FLORIDA 33433
407-336-0801 BAR #0043291

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TALLAHASSEE, FLORIDA

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ARTICLE SIX: PURPOSE

The Limited Liability Company is formed for the following purposes:

(a) To operate, manage, improve, repair, rent, lease, own, acquire, sell, assign, mortgage, hypothecate or otherwise deal in or with real property and its appurtenances and fixtures and to deal in direct interests, partnership interests, stockholder interests and joint venture interests which represent shares in such property and to build or contract for the building of buildings and other structures on such property.

(b) To do any and all things permitted by law incident to the foregoing, including but not limited to, the borrowing of funds, pledging of Limited Liability Company assets, and dealing with tangible and intangible property of all kinds.

(c) In general, to carry on any other business in connection with the foregoing, or otherwise, and to transact any or all lawful businesses, and to have and exercise all the powers conferred by the laws of Florida on limited liability companies formed under The Florida Limited Liability Company Act.

ARTICLE SEVEN: MANAGEMENT


The management of the Limited Liability Company shall be vested in members Ruth Malinowitz and Irving Malinowitz, whose address is 7550 Martinique Boulevard, Boca Raton, Florida 33433 as more specifically set forth in the Operating Agreement.

ARTICLE EIGHT: ADMISSION OF ADDITIONAL MEMBERS

The members may admit additional members subject to the provisions set forth in the Operating Agreement.

IN AFFIRMATION THEREOF, the facts stated above in these Articles of Organization are true.

DATED this 28th day of December, 1995.


*Irving Malinowitz
*Sole Organizer

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STATE OF NEW YORK)
COUNTY OF Roxbury) ss.

BEFORE ME, a Notary Public, authorized in the State and County set forth above, personally appeared Irving Malinowitz, personally known to me to the person who, as a member, executed the foregoing Articles of Organization of GSAE, L.C., and he acknowledged before me that he executed same for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Roxbury County, New York this 28th day of December, 1995.

NOTARY PUBLIC

Print Name of Notary Public

My Commission Expires:

Personally known _____ or
Identification Produced _____

NY5 James L. Lewis
502-711-823

MARTIN M. GROSSMAN
NOTARY PUBLIC, State of New York
My Commission Expires April 28, 1996

NY50000/4555

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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, ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA, 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: GS&B, L.C.

2. The name and address of the registered agent and office is:

Irving Malinowitz
7550 Martinique Boulevard
Boca Raton, Florida 33433

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*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.*

Irving Malinowitz
Irving Malinowitz

December 28, 1995

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of GS&B, L.C. deposes and says:

1. The above-named limited liability company has at least two members;
2. The total amount of cash contributed by the members is \$500.00;
3. If any, the agreed value of the property other than cash contributed by members is \$165,000.00. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by members is \$165,500.00. This total includes amounts from 2 and 3 above.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Irving Mallnowitz
Irving Mallnowitz, member

STATE OF NEW YORK

COUNTY OF Roxbury

BEFORE ME, a Notary Public, authorized in the State and County set forth above, personally appeared Irving Mallnowitz, personally known to me to be the person who, as a member, executed the foregoing Affidavit of Membership and Contributions of GS&B, L.C., and he acknowledged before me that he executed same for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Roxbury County, New York this 28th day of December, 1995.

NOTARY PUBLIC

DAVID M. SHAW
NOTARY PUBLIC, State of New York
My Commission Expires 12-31-96

Print Name of Notary Public

My Commission Expires:

Personally known or

Identification Produced

NY 502-711-823

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Return to (please self-addressed stamped envelope)

Name: GSBH, L.C.

Address: 7550 Martinique Boulevard
Boca Raton, Florida 33433

This Instrument Prepared by: Alan J. Fisher, P.A.

Address: 7311-A West Palmetto Park Road
Suite 305-C
Boca Raton, Florida 33433

Property Appraiser's Parcel Identification (State) Number(s):
00-42-47-28-07-000-0740
Granville S.S. Fish

QUIT-CLAIM GSBH

SPACE ABOVE THIS LINE FOR PROCESSING DATA

SPACE ABOVE THIS LINE FOR RECORDING DATA

Quit-Claim Deed, Executed this 28 day of December, A.D. 19 95, by
IRVING MALINOWITZ and RUTH MALINOWITZ, husband and wife

first party, to
GSBH, L.C.
whose post office address is

7550 Martinique Boulevard, Boca Raton, Florida 33433
second party:

(Wherever you insert the terms "first party" and "second party" that include complete and correct, legal representation, and
signatures of the parties, and the signatures and names of witnesses, wherever the parties are named or referred to)

Witnesseth, That the said first party, for and in consideration of the sum of \$
in hand paid by the said second party, the receipt whereof is hereby acknowledged, does hereby remise, release and
quit-claim unto the said second party forever, all the right, title, interest, claim and demand which the said first
party has in and to the following described lot, place or parcel of land, situate, lying and being in the County of
Palm Beach, State of Florida, to-wit:

LOT 74, A PLANNED UNIT DEVELOPMENT CAPTIVA, ACCORDING TO THE PLAT
THEREOF ON FILE IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT IN
AND FOR PALM BEACH COUNTY, FLORIDA, RECORDED IN PLAT BOOK 38,
PAGES 149 TO 152.

To Have and to Hold The same together with all and singular the appurtenances thereunto belonging
or in anywise appertaining, and all the estate, right, title, interest, lien, equity and claim whatsoever of the said
first party, either in law or equity, to the only proper use, benefit and behoof of the said second party forever.

In Witness Whereof, The said first party has signed and sealed these presents the day and year first
above written.

Signed, sealed and delivered in the presence of:

Witness Signature (to be first written)

Printed Name

Witness Signature (to be first written)

Printed Name

Witness Signature (to be first written, if any)

Printed Name

Irving Malinowitz
Irving Malinowitz
Printed Name

4 Wandover Lane

Suffern, New York 10901

Ruth Malinowitz
Ruth Malinowitz
Printed Name

4 Wandover Lane

4 Wandover Lane

1/5/95

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28 16

STATE OF New York
COUNTY OF Rockland

Buffern, New York 10901

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared

known to me to be the person 3 described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following copy of identification of the above-named person: 1-2-2 CIVIL COURT
105-211-823, CD 841-879-259 and that an oath (was)(was not) taken.

NOTARY PUBLIC STATE OF NEW YORK
ROBERT M. STANLEY
Notary Public, State of New York
in and for the County of Rockland
Qualified in New York County
Commission Expires April 21, 1976

Witness my hand and official seal to the County and State last aforesaid this
28 day of February, A.D. 1975
Notary Public
Robert M. Stanley

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