

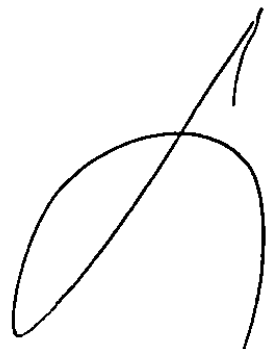
**196000000001**

TX95095 FLORIDA DIVISION OF CORPORATIONS  
 12:16 AM PUBLIC ACCESS SYSTEM (((H95000014555))) ELECTRONIC FILING COVER  
 SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF  
 STATE 3732 NW 16TH ST STATE OF FLORIDA 409 EAST GAINES STREET  
 FT LAUDERDALE FL 33311- 94 TALLAHASSEE, FL 32399 CONTACT: TERESA  
 ROMAN FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904)  
 385-6761 (((H95000014555))) DOCUMENT TYPE: LIMITED LIABILITY COMPANY  
 NAME: GS&D, 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  
 NUMBER: 072720000101 Note: Please print this page and use it as a cover sheet  
 when submitting documents to the Division of Corporations. Your document cannot  
 be processed without the information contained on this page. Remember to type  
 the Fax Audit number on the top and bottom of all pages of the document.  
 (((H95000014555))) \*\* ENTER 'M' FOR MENU. \*\*

*Hand for pick up*

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 95 DEC 29 PM 3:35  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

~~12-25-92~~  
*Name same  
 Comp L.A. adv.*



*1-2-96*

*96A-32*

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 95 DEC 29 PM 1:53  
 DIVISION OF CORPORATIONS

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

HP5000014933

**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 BSAQ Limited Company:

95 DEC 29 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**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:

<u>NAME</u>	<u>ADDRESS</u>
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.

HP5000014933

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

H9800014665

#### 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 28<sup>th</sup> day of December, 1995.

  
\*Irving Malinowitz  
\*Sole Organizer

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NY500014565

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 Maltzowitz, personally known to me to the person who, as a member, executed the foregoing Articles of Organization of G&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 28<sup>th</sup> day of December, 1995.

NOTARY PUBLIC

Print Name of Notary Public

My Commission Expires:

Personally known \_\_\_\_\_ or  
Identification Produced \_\_\_\_\_  
NY5 James Lewis  
502-711-823

MARTIN M. GREGORIAN  
NOTARY PUBLIC, STATE OF NEW YORK  
No. 00000000000000000000  
Qualified in New York State  
Commission Expires April 30, 1996

NY500014555

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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:

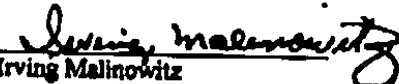
Irving Malinowitz  
7550 Martinique Boulevard  
Boca Raton, Florida 33433

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

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 Malinowitz*  
Irving Malinowitz, member

STATE OF NEW YORK )  
COUNTY OF Rochester )

BEFORE ME, a Notary Public, authorized in the State and County set forth above, personally appeared Irving Malinowitz, 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 Rochester County, New York this 28<sup>th</sup> day of December, 1995.

NOTARY PUBLIC

*ROBERT M. SHUGGAM*  
NOTARY PUBLIC, State of New York

My Commission Expires 12-28-96  
Qualified in New York County 96

Print Name of Notary Public

My Commission Expires:

Personally known \_\_\_\_\_ or  
Identification Produced   
*NY DRIVER LICENSE  
502-711-823*

A95000014553

Return to (please self-address 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 Parcel Identification (State) Number(s):  
00-42-47-28-07-000-0740  
Granville) S.S. Fish

QUIT-CLAIM 6880

1/26/95 NY535

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:

I approve you I begin the term "first party" and "second party" that through simple and plain, legal representation, and  
language of the deed, and the instrument are hereby acknowledged, intended to be carried on behalf of records.

**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, piece 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 JB,  
PAGES 149 TO 152.

**Do 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  
4 Wandover Lane  
Suffern, New York 10901

*Ruth Malinowitz*  
Ruth Malinowitz  
4 Wandover Lane

1/26/95 NY535



RECORDED

18 18

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 5 described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following description of identification of the above-named person: AD-2 CIVIL COURT  
105-211-823, CD 84-079-259 and that an oath (was)(was not) taken.

NOTARY PUBLIC STATE OF NEW YORK  
ROBERT F. [unclear]  
Qualified in New York County  
Commission Expires April 21, 1986

Witness my hand and official seal to the County and State last aforesaid this  
22 day of February, A.D. 1985

Notary Public  
[Signature]

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