

L96000000840

JECK, HARRIS, JONES & KAUFMAN, LLP

PHILIP C. JECK
AUDREY HARRIS
GEOFFREY L. JONES
JILL E. KAUFMAN
ILISA CARLTON
JEFFREY M. CLEYMAN

Attorneys and Counselors at Law
5000 400 REYNOLDS PLAZA
1001 EAST INDIAN TOWN ROAD
JUPITER, FLORIDA 33477-5143
1000 240-1000
1000 240-1000 (HART) COUNTY
TELEPHONE 1000 240-1113

WILLIAM M. SHARPLESS
OF COUNSEL

August 2, 1996

*Return to
P.M.
Best*

Attorneys' Title Insurance Fund
Leon Branch
660 East Jefferson Street, Suite 200
Tallahassee, FL 32301
Attn: Corporate Records Filing

VIA FEDERAL EXPRESS

RE: Kryptx, L.C.
Our File No. 11319.02000

Dear Sir/Madam:

Enclosed are Articles of Organization for the referenced corporation, our cover letter to the Secretary of State and a check in the amount of \$337.50.

Please file the Articles on a TOP PRIORITY basis and return the documents to our firm via Federal Express. We would also appreciate receiving a telephone call after the Articles have been filed.

Thank you in advance for your assistance in this matter. Should you have any questions, please contact the undersigned.

Very truly yours,

Ilisa Carlton
Ilisa Carlton *225*

100001916221
08/08/96--01030--004
337.50 *337.50

IC/lcs
enclosures
cc: Kryptx, L.C.
Paul Pineo, Esquire

FILING 4250.00
R. AGENT 35.00
C. COPY 52.50
TOTAL \$ 337.50
N. BANK _____
BALANCE DUE _____
REFUND _____

D. BROWN AUG - 5 1996

JECK, HARRIS, JONES & KAUFMAN, LLP

Attorneys and Counselors at Law

PHILIP C. JECK
AUDREY HARRIS
GEOFFREY L. JONES
JILL L. KAUFMAN
ILISA CARLTON
JEFFREY M. CLYMAN

SUITE 400, REYNOLDS PLAZA
1001 EAST INDIANTOWN ROAD
JUPITER, FLORIDA 33477-0143
(800) 746-1002
(800) 883-8004 (MARTIN COUNTY)
TELEPHONE (861) 747-4113

WILLIAM H. BISHOP, LEED
OF COUNSEL

August 5, 1996

**Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399**

VIA HAND DELIVERY

**RE: Kryptx, L.C.
Our File No. 11319.02000**

Dear Sir/Madam:

Enclosed are Articles of Organization for Kryptx, L.C., a Florida limited liability company, together with a check for \$337.50.

Please arrange to have the Articles filed as promptly as possible, and return to us a certified copy. If there is any problem or question, please contact me immediately.

The check for \$337.50 represents the following charges:

| | |
|----------------|--------------|
| Filing Fee | \$285.00 |
| Certified Copy | <u>52.50</u> |
| Total | \$337.50 |

Thank you for your cooperation.

Very truly yours,

Ilisa Carlton
Ilisa Carlton *ILC*

IC/lcs
enclosures
cc: Kryptx, L.C.
Paul Pineo, Esquire

**ARTICLES OF ORGANIZATION
OF**

KRYPTX, L.C.

a Florida limited liability company

FILED
36 AUG -5 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I

Name

The name of the limited liability company ("Company") is Kryptx, L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 7606 Pissarro Drive, Number 302, Orlando, Florida 32819.

ARTICLE III

Purpose and Powers

The general purpose for which the Company is organized is to acquire investments to hold, improve, manage, operate, finance, refinance and dispose of the investments with the objective of generating distributions and long term capital appreciation and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

Duration

The period of duration for the Company is forty-eight years, beginning on the date these Articles of Organization are filed by the Florida Department of State and ending on December 31, 2044, unless the Company is earlier dissolved as provided in the Articles of Organization or the Regulations.

ARTICLE V

Registered Agent and Office

The name of Company's initial registered agent in Florida is MICHAEL JOSEPH HAGE. The address of Company's registered office in Florida is 7606 Pisserro Drive, Number 302, Orlando, Florida 32819.

ARTICLE VI

Management

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. The names and addresses of the managing members of the Company are MICHAEL JOSEPH HAGE, whose address is 7606 Pisserro Drive, Number 302, Orlando, Florida 32819 and PAMELA M. HAGE, whose address is 14 Cloverwood Drive, Brockport, New York 14420.

ARTICLE VII

Admission of New Members

No additional members shall be admitted to the Company except with the written consent of all members of the Company and upon such terms and conditions as shall be determined by all members.

ARTICLE VIII

Restriction on Transfer

No member may assign his interest in the Company without the written consent of all members.

ARTICLE IX

Termination of Existence

The Company shall be dissolved upon the death, bankruptcy, or incapacity of a member, unless the business of the Company is continued by the consent of 2/3 of the members, and there are at least two (2) remaining members.

IN WITNESS WHEREOF, the undersigned organizer has made and executed these Articles of Organization this 30 day of July, 1996.


MICHAEL JOSEPH HAGE

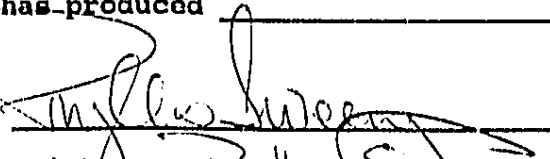
STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30th day of July, 1996, by MICHAEL JOSEPH HAGE, who is personally known to me or who has produced _____ as identification.

(SEAL)



PHYLLIS SWEENEY
MY COMMISSION # CC354220 EXPIRES
March 9, 1998
BONDED THIRD FIDELITY INSURANCE, INC.


Print name: Phyllis Sweeney
Notary Public, State of Florida
My Commission expires:

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Kryptx, 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 \$15,000.00.
3. The agreed value of property other than cash contributed by members is \$ 0.
4. The total amount of cash or property anticipated to be contributed by members is \$15,000.00. This total includes amounts from 2. and 3. above.

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.


MICHAEL JOSEPH HAGE

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30 day of July, 1996, by MICHAEL JOSEPH HAGE, who is personally known to me or who has produced _____ as identification.

(SEAL)



PHYLLIS SWEENEY
MY COMMISSION # CC354220 EXPIRES
March 9, 1998
BONDED THRU TROY FAY INSURANCE, INC.


Print name: Phyllis Sweeney
Notary Public, State of Florida
My Commission expires:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
96 AUG -5 PM 3:12
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.415, 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 Kryptx, L.C.
2. The name and address of the registered agent and office is: MICHAEL JOSEPH HAGE, 7606 Pissarro Drive, Number 302, Orlando, Florida 32819.

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 7/30/96



MICHAEL JOSEPH HAGE