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TO: DIVISION OF CORPORATIONS	FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE	7492 W FLAGLER ST
STATE OF FLORIDA	SUITE 200
409 EAST GAINES STREET	MIAMI FL 33135-
TALLAHASSEE, FL 32399	CONTACT: [illegible] STORMONT
FAX: (904) 922-4000	PHONE: (305) 541-3694
	FAX: (305) 541-3770

(((H96000011527))) DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: 842 MERIDIAN AVENUE, L.L.C.

FAX AUDIT NUMBER:	H96000011527	CURRENT STATUS:	REQUESTED
DATE REQUESTED:	08/19/1996	TIME REQUESTED:	10:52:12
CERTIFIED COPIES:	0	CERTIFICATE OF STATUS:	0
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W96-17346

8/22

Please

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DIVISION OF CORPORATIONS

AUG-22-1996 00:21 FROM TO 19049224000 P.05

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: 842 MERIDIAN AVENUE, L.L.C.
REF: W96000017346

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

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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

Loria Poole
Corporate Specialist

FAX Aud. #: H96000011527
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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
842 MERIDIAN AVENUE, L.L.C.

The undersigned hereby agree(s) to organize a limited liability corporation under the laws of the State of Florida, Chapter 608, with the following Articles of Organization.

ARTICLE I
NAME

The limited liability corporate name shall be:

842 MERIDIAN AVENUE, L.L.C.

ARTICLE II
EXISTENCE

The corporation shall exist in perpetuity from the date of incorporation unless terminated earlier per Florida Statute 608.

ARTICLE III
PURPOSE

The corporate purpose is to conduct all lawful business and shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon corporations.

ARTICLE IV
PRINCIPAL OFFICE

The post office address of the principal office of the limited liability corporation is: 2419 North Meridian Avenue, Miami Beach, Florida, 33140, or at any other location that the Members choose to designate.

This document was prepared by:
Douglas D. Stratton, Esquire
Florida Bar No. 240966
407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139
(305) 672-7772

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ARTICLE V
INITIAL REGISTERED AGENT

The initial Registered Agent of the corporation is: Douglas D. Stratton, Esquire, 407 Lincoln Road, Suite 2D, Miami Beach, Florida, 33139, and the street address of the registered office is: 407 Lincoln Road, Suite 2D, Miami Beach, Florida, 33139.

ARTICLE VI
INITIAL BOARD OF MANAGERS

The business of the corporation shall be managed by an initial Board of Managers consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name and address of the first Board of Managers who shall serve until the first annual meeting of the members or until their successors are elected and qualified shall be:

NAMES	ADDRESSES
Ronny Weiner	2419 North Meridian Avenue Miami Beach, Florida, 33140
Jacqui Ekstein	2419 North Meridian Avenue Miami Beach, Florida 33140

ARTICLE VII
POWERS OF MANAGER(S)

The Manager(s) shall exercise all powers conferred by law.

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any and all of its managers or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their corporate capacity.

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ARTICLE IX
AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes.

ARTICLE X
MEMBERS

The names and addresses of the Members of the corporation are as follows:

NAMES	ADDRESSES
Ronny Weiner	2419 North Meridian Avenue Miami Beach, Florida 33140
Jacqui Ekstein	2419 North Meridian Avenue Miami Beach, Florida 33140

ARTICLE XI
PROPERTY CONTRIBUTED

The Members have contributed cash in the sum of $70,000.00.

ARTICLE XII
ADDITIONAL CONTRIBUTIONS TO CAPITAL

Should all Members agree at a regular or special meeting of Members of this limited liability company that additional capital is needed then, in that event, it shall be contributed by all members within a reasonable time as determined at the meeting.

ARTICLE XIII
ADDITIONAL MEMBERS

Should all members agree at a regular or special meeting of the members of this limited liability company that additional members may be admitted, then additional members shall be admitted upon payment of cash or contribution of capital assets per the

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agreement of all members to accept the same.

ARTICLE XIV
CONTINUATION OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which would terminate the continued membership of members in this limited liability company, the other members have the right to continue the business of the company as reconstituted without the departing members, pursuant to the terms and conditions as set forth in the company's by-laws.

IN WITNESS WHEREOF, the undersigned, being the original members of the corporation, have executed these Articles of Organization this 14th day of August, 1996.

FEDERAL REPUBLIC OF GERMANY
LAND HESSEN
CITY OF FRANKFURT AM MAIN) SS
CONSULATE GENERAL OF THE
UNITED STATES OF AMERICA

RONNY WEINER

BEFORE ME, the undersigned authority, personally appeared RONNY WEINER, who produced German PPT 4006633286 for identification and who has taken an oath and who executed the foregoing Articles of Organization and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the Nation aforementioned this 14th day of August, 1996.

LOIS M. PHALEN
Notarial Officer of the
United States of America

My Commission Expires: INDEFINITE

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ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited liability corporation, at the place designated in these Articles of Organization, I hereby accept to act in this capacity, and agree to comply with the provisions in Chapter 608, Florida Statutes, relative to keeping open said office.

REGISTERED AGENT

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96 AUG 22 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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