

1201 HAYS STREET
MIAMI, FL 33131-2394
001 331 0071
001 331 0030 FAX

L9600000980

ACCOUNT NO. : 072100000032

REFERENCE : 088483 4346978

AUTHORIZATION :

COST LIMIT : \$ 285.00

Patricia Pizzuto

ORDER DATE : September 17, 1996

ORDER TIME : 11:37 AM

ORDER NO. : 088483

CUSTOMER NO: 4346978

500001949475

CUSTOMER: Joshua Bennett, Esq
SCHANTZ SCHATZMAN & AARONSON,
P.A.
Suite 1050
200 South Biscayne Boulevard
Miami, FL 33131-2394

DOMESTIC FILING

NAME: GRANITE HOLDINGS, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

RECEIVED
96 SEP 17 PM 12:26
DIVISION OF CORPORATION

9/17/96

ARTICLES OF ORGANIZATION

- OF -

GRANTE HOLDINGS, L.L.C.

FILED
CLERK OF THE STATE
OF FLORIDA
56 SEP 17 PM 3:32

The undersigned, for the purpose of forming a limited liability company in compliance with Section 608.407 of the Florida Statutes, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company is **GRANTE HOLDINGS, L.L.C.**

ARTICLE II - DURATION

This limited liability company shall exist until May 7, 2023 at which time this limited liability company shall terminate and cease to exist.

ARTICLE III - PURPOSE

This limited liability company is organized for the purposes of engaging in any lawful activities or lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT,
AND BUSINESS AND MAILING AND STREET ADDRESS
OF THE LIMITED LIABILITY COMPANY**

The street address of the initial registered office of the limited liability company is Schantz, Schatzman, Aaronson & Cahan, P.A., Suite 1050, First Union Financial Center, Miami, Florida

33131-2394, and the name of the initial registered agent of the limited liability company at that address is **LAWRENCE M. SCHANTZ, ESQ.** The principal business office, mailing and street address of this limited liability company shall be c/o: 6424 Three Lakes Ln., Boynton Beach, Florida 33437.

ARTICLE V - ORGANIZER

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
LAWRENCE M. SCHANTZ, ESQ.	c/o Schantz, Schatzman, Aaronson & Cahan, P.A. Suite 1050, First Union Financial Ctr. 200 South Biscayne Boulevard Miami, Florida 33131-2394

ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by the following manager who is to serve as such until his successor is elected and qualified. The manager can make decisions on behalf of the Company. The initial manager's name and address is as follows:

<u>Manager Name</u>	<u>Address</u>
STEVEN GROSSMAN	c/o: 6424 Three Lakes Ln Boynton Beach, Florida 33437

ARTICLE VII - CASH CONTRIBUTED TO THE COMPANY

The total amount of cash contributed to the company by the members is:

<u>Name of Cash Contributing Member</u>	<u>Amount</u>
STEVEN GROSSMAN c/o: 6424 Three Lakes Ln Boynton Beach, Florida 33437	\$100.00
THE RG INVESTMENT TRUST THE PRIVATE TRUST CORPORATION, LTD., TRUSTEE CHARLOTTE HOUSE NASSAU, BAHAMAS	\$500.00

ARTICLE VIII - OTHER PROPERTY CONTRIBUTED TO THE COMPANY

There shall be no additional property contributed to the limited liability company by the members, at this time.

ARTICLE IX - REGULATIONS

The power to adopt, alter, amend or repeal regulations shall be vested with the members.

ARTICLE X - POWERS

The limited liability company shall have all of the limited liability company powers enumerated in the Florida Limited Liability Companies Act.

ARTICLE XI - INDEMNIFICATION

The limited liability company shall indemnify its members to the full extent permitted by law.

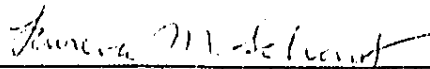
ARTICLE XII - AMENDMENT

The limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization or amendment thereto, and any right conferred upon the members is subject to this reservation.

ARTICLE XIII - ADDITIONAL MEMBERS

The limited liability company reserves the right to admit additional members.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 16TH day of SEPTEMBER, 1996.



LAWRENCE M. SCHANTZ

STATE OF FLORIDA

COUNTY OF DADE

)
:SS.:
)

BEFORE ME, the undersigned authority, personally appeared **LAWRENCE M. SCHANTZ**, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official seal this 16th day of SEPTEMBER, 1996.


NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



MANTHIA BASKERVILLE
My Commission CC421842
Expires Nov. 20, 1996
Bonded by HAI
800-422-1555

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **GRANITE HOLDINGS, 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 \$600.00.
3. There is no other property other than cash contributed by the members at this time.
4. The total amount of cash or property anticipated to be contributed by the members is \$600.00. This total includes amounts from 2 and 3 above.


JOSH N. BENNETT, ESQ., Authorized Representative of the Members

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

DESIGNATION OF RESIDENT AGENT

Certificate Designating Place of Business or Domicile for the Service of Process
Within this State, Naming Agent Upon Whom Process May Be Served.

FILED
CLERK OF STATE
COUNTY OF DADE
SEP 17 1996
3:32

(Attached to the Articles of Organization
GRANITE HOLDINGS, L.C.
and Made a Part Thereof)

Pursuant to Chapters 48.091 and 608.415, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Organization of said limited liability company to which this document is attached:

THAT, GRANITE HOLDINGS, L.C., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Organization in the City of Miami, County of Dade, State of Florida, has named **LAWRENCE M. SCHANTZ**, as its Registered Agent to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said limited liability company authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

Lawrence M. Schantz

LAWRENCE M. SCHANTZ, Resident Agent

STATE OF FLORIDA

)

COUNTY OF DADE

) :SS.:

BEFORE ME, the undersigned authority, personally appeared **LAWRENCE M. SCHANTZ**, to me well known, and known to me to be the individual described in and who executed the foregoing acceptance as subscriber thereto.

WITNESS my hand and official seal this 16TH day of **SEPTEMBER**, 1996.

Manthia Baskerville

NOTARY PUBLIC, State of Florida at Large
My Commission Expires:

g:\clperr\mistartorg.noah



MANTHIA BASKERVILLE
My Commission CC421902
Expires Nov. 20, 1998
Bonded by HAI
800-422-1555