



THE UNITED STATES
CORPORATION
COMPANY

L96000000 1346

ACCOUNT NO. : 072100000032

REFERENCE : 201695 9029A

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 192.50

ORDER DATE : December 26, 1996

ORDER TIME : 10:57 AM

ORDER NO. : 201695-005

CUSTOMER NO: 9029A

CUSTOMER: Mr. Randy J. Nathan
FRANK EFFMAN WEINBERG & BLACK,
P.A.
Second Floor
8000 Peters Road
Plantation, FL 33324

FILED
96 DEC 26 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

900002038279--3

DOMESTIC FILING

NAME: GNOMIC FARMS, L.C.

EFFECTIVE DATE:

EFFECTIVE DATE
Dec 24, 1996

XX ARTICLES OF ORGANIZATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

524
Dmc 12/26/96

RECEIVED
96 DEC 26 PM 12:12
DIVISION OF CORPORATION

W96-27041



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 27, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: GNOMIC FARMS, L.C.
Ref. Number: W96000027041

RESUBMIT
Please give original
submission date as file date.

We have received your document for GNOMIC FARMS, L.C. and the authorization to debit your account in the amount of \$192.50. However, the document has not been filed and is being returned for the following:

A Limited Liability Company must have at least two members stated.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 096A00057351

RECEIVED
DEC 27 1996
TALLAHASSEE, FLORIDA

FILED

96 DEC 26 PM 3:48

SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
GNOMIC FARMS, L.C.

In consideration of the mutual covenants contained in these Articles of Organization, the undersigned members do hereby form a limited liability company pursuant to Chapter 608 of the Florida Statutes.

ARTICLE I

EFFECTIVE DATE
Dec. 24, 1996

The name of the limited liability company shall be

Gnomic Farms, L.C.
c/o Frank, Effman, Weinberg & Black, P.A.
8000 Peters Road
Plantation, Florida 33324

ARTICLE II

The address of the principal place of business of this limited liability company in the State of Florida shall be c/o Frank, Effman & Weinberg, P.A., 8000 Peters Road, Plantation, Florida 33324, and such other place or places as may be agreed on by the members. The initial registered agent of this limited liability company shall be STEVEN A. WEINBERG, whose address is c/o Frank, Effman, Weinberg & Black, P.A., 8000 Peters Road, Plantation, Florida 33324.

ARTICLE III

This limited liability company shall commence existence on the date of execution and acknowledgement of these Articles, and shall continue for a period of thirty (30) years from the date of filing of these Articles of Organization with the Department of State, State of Florida unless earlier dissolved by the members as set forth in these Articles of Organization.

ARTICLE IV

The limited liability company shall be managed by a manager whose name and address are as set forth herein, which manager shall continue as manager until the first annual meeting of this limited

THE LAW FIRM OF
FRANK • EFFMAN • WEINBERG, P.A.

8000 PETERS ROAD • PLANTATION, FL 33324

liability company, to-wit:

Thomas Wiley, Manager

c/o Frank, Effman, Weinberg
& Black, P.A.
8000 Peters Road
Plantation, Florida 33324

ARTICLE V

This limited liability company is organized for the purpose of acquiring, developing and operating a business engaged in the ownership and management of real estate and to engage in such related businesses as may be agreed on by the members. Additionally, this limited liability company may engage in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE VI

The admission of new members to the limited liability company shall be permitted upon such terms and conditions as may be approved by a majority vote of the profit and loss sharing ratios of the members.

ARTICLE VII

On the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the limited liability company shall be dissolved; provided, the remaining members may continue the business of the limited liability company by a unanimous vote of the profit and loss sharing ratios of the remaining members.

ARTICLE VIII

The management of the limited liability company is reserved to the members who shall vote in proportion to their profit and loss sharing ratios. The names and addresses of the members are as set forth in the signature section of these Articles.

ARTICLE IX

The title to all limited liability company property shall be

held in the name of the limited liability company. All property originally paid or brought into or transferred to the limited liability company as contributions to capital by members, or subsequently acquired by purchase or otherwise on account of the limited liability company, shall be property of this limited liability company.

ARTICLE X

The limited liability company shall be dissolved on the happening of any of the following events:

[1] Termination of the term specified in Article III.

[2] The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member unless the business is continued as provided in Article VII.

[3] The unanimous agreement of the members.

ARTICLE XI

These Articles, except with respect to vested rights of the members, may be amended at any time by a unanimous vote of all of the profit and loss sharing ratios of the members and such amendment shall be filed with the Department of State.

ARTICLE XII

The total amount of cash contributed to the limited liability company is ONE THOUSAND (\$1,000.00) DOLLARS, the capital contribution of each member is:

THOMAS WILEY \$900.00

NANCY WILEY \$100.00

No property other than cash is contributed to the limited liability company as the capital contribution of each member.

ARTICLE XIII

The members agree that the members are not required to make any other additional contributions.

IN WITNESS WHEREOF the undersigned members have executed these Articles of Organization this 27 day of December, 1996.

MEMBERS:

THOMAS WILEY, Manager

ADDRESSES:

c/o Frank, Euffman, Weinberg
& Black, P.A.
8000 Peters Road
Plantation, Florida 33324

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.

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, personally appeared THOMAS WILEY, to me well known and known to me to be the person in and who executed the foregoing Articles of Organization of GNOMIC FARMS, L.C., as Manager of GNOMIC FARMS, L.C. who is personally known to me, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 27 day of December, 1996.

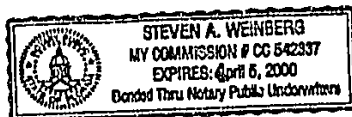
My Commission Expires:

NOTARY PUBLIC, State of Florida

Steven A. Weinberg

Printed Name of Notary Public

g:\wpdata\lbw\forms\articles.gn



FILED

96 DEC 26 PM 3:48

SECRET
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of GNOMIC FARMS, L.C., a Florida Limited Liability Company, deposes and says:

1. The above-named limited liability company has at least two (2) members, to-wit: THOMAS WILEY and NANCY WILEY.

2. The total amount of cash contributed by the member is \$900.00 for THOMAS WILEY and \$100.00 for NANCY WILEY, for a total cash contributed in the sum of \$1,000.00.

3. If any, the agreed value of the property other than cash contributed by the member(s) is \$ N/A. 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 member(s) is \$1,000.00. This total includes amounts from 2 and 3 above.



THOMAS WILEY, Manager

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.

FILED

96 DEC 26 PM 3:48

SECRET
TALLAHASSEE, FLORIDA

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 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 GNOMIC FARMS, L.C.

2. The name and address of the Registered Agent and office is:

STEVEN A. WEINBERG
c/o Frank, Effman, Weinberg & Black, P.A.
8000 Peters Road
Plantation, Florida 33324

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.


STEVEN A. WEINBERG

Dated this 24 day of December, 1996