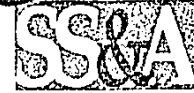


L97000000R60

ATTORNEYS AT LAW
FIRST UNION FINANCIAL CENTER
200 SOUTH BISCAYNE BOULEVARD
SUITE 1050
MIAMI, FLORIDA 33131-2394
TELEPHONE (305) 371-3100
TELECOPIER (305) 371-2024

January 2, 1997



Schantz
Schatzman &
Aaronson, P.A.

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

200002047372--2
-01/07/97--01031--008
****113.75 ****113.75

RE:

Articles of Organization - K M & L, L.C.
(Our File No.: 99999.11)

300002107493--2
-03/07/97--01081--005

Gentlemen:

Enclosed for filing are duplicate executed copies of the Articles of Organization of K M & L, L.C., a Limited Liability Company, together with this Firm's check in the amount of \$113.75 to cover the \$87.50 filing fee and \$26.25 for a certified copy of the Articles. Please return the certified copy of the Articles to the undersigned in the enclosed, self-addressed, stamped envelope.

Very truly yours,

SCHANTZ, SCHATZMAN & AARONSON, P.A.

CARMEN A. ACCORDINO

CAA/rp
Encls.

G:\CAA\LTR\SECSTAT.KML

FILED
97 MAR -4 AM 9:35
TALLAHASSEE, FLORIDA

1997
3/4/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 11, 1997

SCHANTZ, SCHATZMAN & AARONSON, P.A.
200 S BISCAYNE BLVD, SUITE 1050
MIAMI, FL 33131-2394

SUBJECT: ~~SS & L, L.C.~~
Ref. Number: W97000003339

We have received your document for ^{MKL Financial, L.P.} ~~SS & L, L.C.~~ and check(s) totaling \$223.75. However, your check(s) and document are being returned for the following:

Your limited liability company name is unavailable. Section 608.406(4), Florida Statutes, states limited liability company names "must be distinguishable upon the records of the Division of Corporations of the Department of State from all other entities or filings, except fictitious name registrations pursuant to section 865.09, Florida Statutes, organized or registered under the laws of this state that are on file with the Division.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 197A00007138

ATTORNEYS AT LAW
FIRST UNION FINANCIAL CENTER
200 SOUTH BISCAYNE BOULEVARD
SUITE 1050
MIAMI, FLORIDA 33131-2394
TELEPHONE: (305) 371-3100
TELECOPIER: (305) 371-2024



Schantz
Schatzman &
Aaronson, P.A.

January 30, 1997

FLORIDA DEPARTMENT OF STATE

Division of Corporations

P. O. Box 6327

Tallahassee, Florida 32314

RE:

Articles of Organization - S S & L, L.C.

Subject: KM & L, L.C. /Ref. No.: W97000000671 / Letter Number: 697A00001420

(Our File No.: 99999.11)

Gentlemen:

Enclosed please find this Firm's check in the amount of \$223.75 representing the balance due (see enclosed copy of your letter of January 10) to file the Articles of Organization of S S & L, L.C., a limited liability company (duplicate executed copies enclosed) to cover the \$250.00 filing fee, \$35.00 designation of registered agent, and \$52.50 for a certified copy. We are enclosing, also, the required Affidavit.

Please return a certified copy of the Articles to the undersigned, in the enclosed self-addressed, stamped envelope.

Very truly yours,

SCHANTZ, SCHATZMAN & AARONSON, P.A.

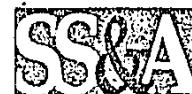
A handwritten signature in cursive script, reading 'Carmen A. Accordino', written in dark ink.

CARMEN A. ACCORDINO

CAA/rp
Encls.

ATTORNEYS AT LAW
FIRST UNION FINANCIAL CENTER
200 SOUTH BISCAYNE BOULEVARD
SUITE 1050
MIAMI, FLORIDA 33131-2394
TELEPHONE: (305) 371-3100
TELEFAX: (305) 371-2024

February 19, 1997



Schantz
Schatzman &
Aaronson, P.A.

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Organization - M K L FINANCIAL, L.C.
(1) Subject: KM & L, L.C. / Ref. No.: W97000000671 / Letter Number: 697A00001420
(2) Subject: S S & L, L.C. / Ref. No.: W97000003339 / Letter Number: 197A00007138
(Our File No.: 99999.11)

Gentlemen:

Enclosed please find copies of your two (2) rejection letters in the above-referenced, which are self-explanatory. We are resubmitting for filing, the following:

1. Two fully executed originals of the Articles of Organization of M K L FINANCIAL, L.C., a limited liability company (see copy of your February 11 letter).
2. Affidavit of Membership and Contributions (see copy of your January 10 letter).
3. This Firm's check in the amount of \$223.75 representing the balance due (see copy of your January 10 letter) to cover the \$250.00 filing fee, \$35.00 designation of registered agent, and \$52.50 for a certified copy.

Please return a certified copy of the Articles to the undersigned, in the enclosed self-addressed, stamped envelope.

Very truly yours,

SCHANTZ, SCHATZMAN & AARONSON, P.A.

A handwritten signature in cursive script, reading 'Carmen A. Accordino'. The ink is dark and the signature is fluid.

CARMEN A. ACCORDINO

CAA/rp
Encls.

G:\CAA\LTR\SECSTAT\MKL

ARTICLES OF ORGANIZATION

- OF -

M K L FINANCIAL, L.C.

FILED

97 MAR -4 AM 9:35

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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 M K L FINANCIAL, L.C.

ARTICLE II - DURATION

This limited liability company shall exist until January 1, 2027 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 c/o Schantz, Schatzman & Aaronson, P.A., Suite 1050, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131-2394, and the name of the initial registered agent of the limited liability company at that address is Robert A. Schatzman, Esquire. The principal business office, mailing and street address of this limited liability company shall be c/o Schantz,

Schatzman & Aaronson, P.A., Suite 1050, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131-2394.

ARTICLE V - ORGANIZER

The names and addresses of the persons signing these Articles are:

<u>Name</u>	<u>Address</u>
ROBERT A. SCHATZMAN, Esquire	c/o Schantz & Schatzman & Aaronson, P.A. Suite 1050, First Union Financial Ctr. 200 South Biscayne Boulevard Miami, Florida 33131-2394
LAWRENCE M. SCHANTZ, Esquire	c/o Schantz & Schatzman & Aaronson, 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 its members whose names and addresses are:

<u>Name of Member</u>	<u>Address</u>
ALAN LIPKOWITZ and KAREN LIPKOWITZ, as Tenants By the Entireties	Suite 1050, First Union Financial Ctr. 200 South Biscayne Boulevard Miami, Florida 33131-2394
ROBERT A. SCHATZMAN and LORRAINE SCHATZMAN, as Tenants By the Entireties	Suite 1050, First Union Financial Ctr. 200 South Biscayne Boulevard Miami, Florida 33131-2394
LAWRENCE M. SCHANTZ and MARCIA SCHANTZ, as Tenants By the Entireties	Suite 1050, First Union Financial Ctr. 200 South Biscayne Boulevard Miami, Florida 33131-2394

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>
ALAN LIPKOWITZ and KAREN LIPKOWITZ	\$ 50.00
ROBERT A. SCHATZMAN and LORRAINE SCHATZMAN	\$ 25.00
LAWRENCE M. SCHANTZ and MARCIA SCHANTZ	\$ 25.00

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 - ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to the limited liability company with the consent of 100% of the existing members.

ARTICLE X - CONTINUATION UPON TERMINATION OF MEMBER

Upon the termination of a member for any reason, the remaining members may continue the business of the limited liability company by consent of 100% of such members.

ARTICLE XI - REGULATIONS

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

ARTICLE XII - POWERS

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

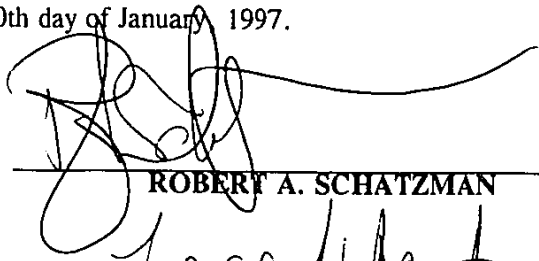
ARTICLE XIII - INDEMNIFICATION

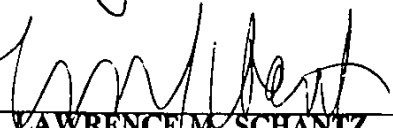
The limited liability company shall indemnify its members to the full extent permitted by law.

ARTICLE XIV - 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 30th day of January, 1997.



ROBERT A. SCHATZMAN


LAWRENCE M. SCHANTZ

STATE OF FLORIDA

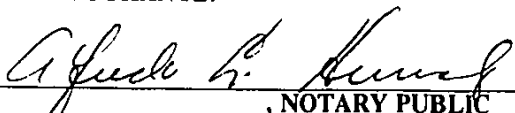
)

:SS.:

COUNTY OF DADE

)

SWORN TO AND SUBSCRIBED before me this 30th day of January, 1997 by ROBERT A. SCHATZMAN and LAWRENCE M. SCHANTZ.



NOTARY PUBLIC
PRINT, TYPE OR STAMP NAME OF NOTARY



ALFREDO G. HERNANDEZ
My Commission CC410684
Expires Sep. 29, 1998
Bonded by HAI
800-422-1555

Personally known _____ ✓
or Produced Identification _____
Type of Identification Produced _____

DESIGNATION OF RESIDENT AGENT

FILED

Certificate Designating Place of Business or Domicile for the Service of Process

Within this State, Naming Agent Upon Whom Process May Be Served

97 MAR -4 AM 9:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

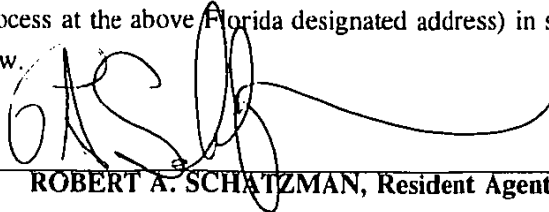
(Attached to the Articles of Organization
M K L FINANCIAL, L.C.
and Made a Part Thereof)

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, M K L FINANCIAL, 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 **ROBERT A. SCHATZMAN** 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.


ROBERT A. SCHATZMAN, Resident Agent

STATE OF FLORIDA

)

:SS.:

COUNTY OF DADE

)

SWORN TO AND SUBSCRIBED before me this 30th day of January, 1997 by **ROBERT A. SCHATZMAN**.


_____, NOTARY PUBLIC
PRINT, TYPE OR STAMP NAME OF NOTARY



ALFREDO G. HERNANDEZ
My Commission CC410084
Expires Sep. 29, 1998
Bonded by HAI
800-422-1555

Personally known ☒

or Produced Identification _____

Type of Identification Produced _____

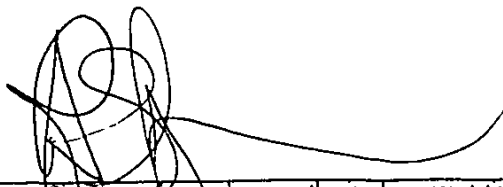
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of M K L

FINANCIAL, 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 member(s) is \$ 100.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$.
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 0.00
- 5) the total amount of 2, 3, and 4 is \$ 100.00

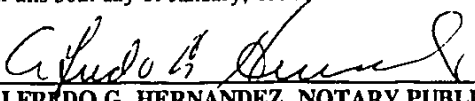


Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA)
 :SS.:
COUNTY OF DADE)

ROBERT A. SCHATZMAN, Member

SWORN TO AND SUBSCRIBED before
me by ROBERT A. SCHATZMAN, as Member,
on this 30th day of January, 1997.


ALFREDO G. HERNANDEZ, NOTARY PUBLIC

Personally known
or Produced Identification
Type of Identification Produced



ALFREDO G. HERNANDEZ
My Commission CC410684
Expires Sep. 29, 1998
Bonded by HAI
800-422-1555