

CUTSUMPAS, COLLINS, HANNAFIN, GARAMELLA, JABER & TUOZZOLO
PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

148 DEER HILL AVENUE - P.O. Box 440, DANBURY, CONNECTICUT 06810

LLOYD CUTSUMPAS
FRANCIS J. COLLINS
EDWARD J. HANNAFIN
JACK D. GARAMELLA
PAUL N. JABER
JOHN J. TUOZZOLO
ROBERT M. OPOTZNER*
THOMAS W. BEECHER
EVA M. DEFRANCO
CHRISTOPHER K. LEONARD
THOMAS J. MONKS
LAURA A. GOLDSTEIN
PETER A. SCALZO

OF COUNSEL
MARK D. NIELSEN

*ADMITTED IN CONN. & N.Y.

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EXTENSION: 332

FACSIMILE (203) 791-1126

August 18, 1997

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

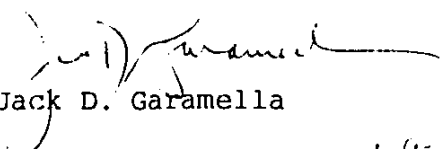
Gentlemen:

Re: Rob-Roc Enterprises, L.C.
Our File Number: 97-14308-1-G

Enclosed is an original and one (1) copy of the Articles of Organization, Affidavit and Certificate of Designation of Registered Agent for filing. Also enclosed is our check in the total amount of \$337.50 for the filing fees (\$250.00 for the Articles of Organization, \$35.00 for the Certificate of Designation of Registered Agent/Registered Office and Affidavit, and \$52.50 for the Certification Fee).

If you have any questions regarding this matter, please do not hesitate to contact the undersigned.

Very truly yours,


Jack D. Garamella

JDG:dg
Enclosures

97 SEP 15 PM 1:48

15-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 26, 1997

CUTSUMPAS, COLLINS, ET. AL.
P.O. BOX 440
DANBURY, CT 06810

SUBJECT: ROB-ROC ENTERPRISES, L.C.
Ref. Number: W97000019685

We have received your document for ROB-ROC ENTERPRISES, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 197A00042850

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

FILED
CLERK OF DISTRICT COURT
97 SEP 15 PM 1:48

ARTICLE I - Name:

The name of the Limited Liability Company is:
Atrebor Enterprises, L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

4314 Ellenville Place
Valrico, Florida 33594

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: until December 31, 2097.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

R. Elliot Aronheim
4314 Ellenville Place
Valrico, Florida 33594

Roberta M. Aronheim
4314 Ellenville Place
Valrico, Florida 33594

ARTICLE V - Admission of Additional Members:

The right, if given, of the Members to admit additional Members and the terms and conditions of the admissions shall be:

In the event that a Member wishes to transfer his or her interest, no Transferee shall become a substituted Member unless the following conditions precedent are satisfied:

(a) a majority of the remaining Members, in their sole discretion, shall have consented in writing to the Transferee becoming a Member; (b) the Transferee shall have assumed any and all of the obligations under this Agreement with respect to the interest to which the transfer relates; (c) all reasonable expenses required in connection with the transfer shall have been paid by or for the account of the Transferee; and (d) all agreements, articles, minutes, written consents and all other necessary documents and instruments shall have been executed and filed and all other acts shall have been performed which the Managing Member(s) deems necessary to make the Transferee a substitute Member of the Company and to preserve the status of the Company as a limited liability company. Upon satisfaction of the above conditions, a Transferee shall become a substituted Member on the later of the date provided in the documents of transfer, if any, or the date that the last condition is satisfied.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining Members of the limited liability company to continue the business 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 shall be:

a. the remaining Members, by majority vote, may continue the existence of the company; and

b. if there is only one remaining Member, such Member shall have 90 days following such event to admit an additional Member.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member of Atrebor Enterprises, L.C. deposes and says:

1. the above named limited liability company has at least two Members; and

2. the total amount of cash contributed by the Member(s) is \$1,000.00.



R. Elliot Aronheim, 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.)

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP 15 PM 1:48

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:

Atrebor Enterprises, L.C.

2. The name and address of the registered agent and office is:

R. Elliot Aronheim
4314 Ellenville Place
Valrico, Florida 33594

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.



(SIGNATURE)

August 1, 1997

(DATE)

Filing Fee: \$35 for Designation of Registered Agent