

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
91 SEP 26 PM 2:46

PBG DP Associates L.C. 91000002307889--3  
-03/30/97--01064--006  
\*\*\*\*364.25 \*\*\*\*346.25

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|---|---|---|
| <input type="checkbox"/> Profit                           | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger                 |
| <input type="checkbox"/> NonProfit                        |   |   |
| <input checked="" type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark                   |
| <input type="checkbox"/> Foreign                          |   |   |
| <input type="checkbox"/> Limited Partnership              | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other                  |
| <input type="checkbox"/> Reinstatement                    | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.         |
|   |   | <input type="checkbox"/> Fictitious Name Filing |
| <input checked="" type="checkbox"/> Certified Copy        | <input type="checkbox"/> Photo Copies           | <input checked="" type="checkbox"/> PCUS        |
| <input type="checkbox"/> Call When Ready                  | <input type="checkbox"/> Call if Problem        | <input type="checkbox"/> After 4:30             |
| <input checked="" type="radio"/> Walk In                  | <input type="checkbox"/> Will Wait              | <input checked="" type="radio"/> Pick Up        |
| <input type="checkbox"/> Mail Out                         |   |   |

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CR2E031 (1-89)

9/26  
Q. TAX FILING  
R. AGENT FEE 250.00  
C. COPY 35.00  
TOTAL 61.25  
V. D. K. 34.625  
BALANCE DUE  
9/26/97

**ARTICLES OF ORGANIZATION  
OF  
PBG OP Associates L.C.**

**ARTICLE I - NAME AND ADDRESS**

The name of this Limited Liability Company (the "Company") is PBG OP Associates L.C. and its address is c/o Titan Management L.P., 53 Forest Avenue, 2nd Floor, Old Greenwich, Connecticut 06870.

**ARTICLE II - DURATION**

This Company shall have perpetual existence.

**ARTICLE III - PURPOSE**

The purpose for which the Company is organized is to transact any and all lawful business for which a limited liability company may formed under the laws of the State of Florida, that is incident and necessary or appropriate to the Company's purposes.

**ARTICLE IV - MANAGEMENT**

The Company is to be managed by managers, and the names and addresses of such managers who are to serve as managers are:

Ira E. Saferstein  
c/o Titan Management L.P.  
53 Forest Avenue  
2nd Floor  
Old Greenwich, Connecticut 06870

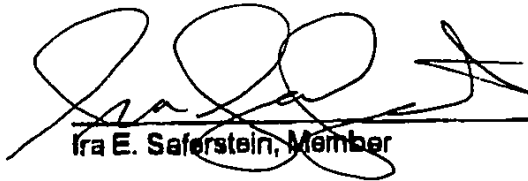
Allen Yudell  
17152 Mandylynn Court  
Boca Raton, Florida 33496

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## ARTICLE V - INDEMNIFICATION

Except as provided otherwise herein, this Company shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles  
Organization this 24<sup>th</sup> day of September, 1997.

  
Ira E. Safenstein, Member

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of ~~PBS~~ <sup>OP</sup> Associates L.C. deposes and says:

1. The above-named limited liability company has at least two (2) members.
2. The total amount of cash contributed by the members is \$ 100
3. If any, the agreed value of property other than cash contributed by members is \$ -0-. A description of the property is attached and made a part hereto.
4. The amount of cash or property anticipated to be contributed by the members is \$ -0-
5. The total amounts of lines 2, 3 and 4 is \$ 100

IN WITNESS WHEREOF, the undersigned has executed this Affidavit of Membership and Contributions this 24<sup>th</sup> day of September, 1997.

  
Ira E. Seferstein, Member

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, 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 PBG OP Associates L.C.
2. The name and address of the registered agent in office is:

CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this Certificate, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Designation this 26<sup>th</sup> day of September, 1997.

CT Corporation System

By: Connie B. [Signature]  
Special Assistant Secretary for  
CT Corporation System

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