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97 OCT 31 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Allen D. Greif
Alan M. Foreman

October 30, 1997

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VIA UPS NEXT DAY AIR

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

CM

Re: Cohen Family I, L.C. -- Articles of Organization

Dear Sir/Madam:

Enclosed are Articles of Organization to be filed on behalf of Cohen Family I, L.C. Also enclosed is our check in the amount of \$285.00 to cover the cost of filing the Articles of Organization and the registration of the registered agent.

Please acknowledge receipt of this letter by date-stamping the enclosed copy hereof and returning it in the enclosed self-addressed, stamped envelope. If you have any questions regarding the above, please contact the undersigned.

Sincerely,

Gerald M. Katz

GMK:tlc
Enclosures

cc: Mr. Louis A. Cohen

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
COHEN FAMILY I, L.C.**

A Florida Limited Liability Company (FS 407)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608 of the Florida Statutes, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be COHEN FAMILY I, L.C. (the "Company").

2. Duration/Continuation. The period of this Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the Company is continued in accordance with the written Operating Agreement.

3. Address of Principal Office. The mailing and street address of the Company's principal office is 943-A Clint Moore Road, Boca Raton, Florida 33487.

4. Registered Agent and Office. The name and street address of the initial registered agent and office for this Company is as follows: Louis A. Cohen, 943-A Clint Moore Road, Boca Raton; Florida 33487.

5. Admission of Additional Members. Additional members may be admitted in the manner set forth in the written Operating Agreement of the Company.

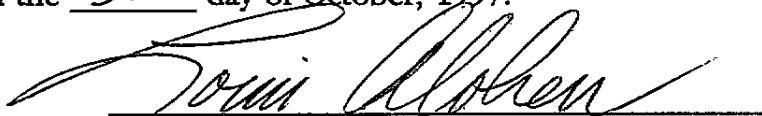
6. Management of Company. The business of the Company shall be managed by Louis A. Cohen until the first annual meeting of members. The address of Louis A. Cohen is 943-A Clint Moore Road, Boca Raton, Florida 33487. Louis A. Cohen is also a member of the Company and is hereby designated as the Managing Member.

7. Purpose. The purpose for which the Company is formed is to acquire, hold, sell, lease, transfer or otherwise dispose of real property, and any other business agreed to by the members pursuant to the written Operating Agreement.

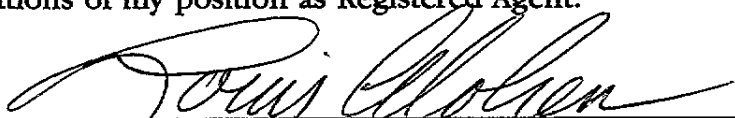
8. Operating Agreement. The rights and authority of the members of the Company are governed by a separate written Operating Agreement among the members and no member solely by virtue of being a member shall have authority to bind the Company. The Operating Agreement in its entirety and its amendments shall be in writing.

9. Authorized Person. Louis A. Cohen shall be an "Authorized Person" of the Company, subject wholly to direction of the members pursuant to the Operating Agreement, and when so authorized may execute or file documents or effect action in the name of and on behalf of the Company.

IN WITNESS WHEREOF, the undersigned organizer of the Company has executed these Articles of Organization on the 30th day of October, 1997.


Louis A. Cohen

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.


Louis A. Cohen

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97 OCT 31 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Affidavit
F.S. §608.407(2)


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Maryland)
)
County of Baltimore)

Before the undersigned authority personally appeared Louis A. Cohen, who on oath says:


1. That he is an authorized representative of a member of Cohen Family I, L.C.
2. That Cohen Family I, L.C. has at least two (2) members.
3. The amount of the cash contributed by the members is an amount not less than One Hundred Dollars (\$100.00). The members have not contributed any property other than cash.
4. The total amount of cash and property anticipated to be contributed by the members is an amount not less than Ten Thousand Dollars (\$10,000.00).

Further affiant sayeth naught.



Louis A. Cohen

Sworn to and subscribed before me this 30th day of October, 1997, by Louis A. Cohen, who is personally known to me.



Signature of Notary Public
My commission expires: 10-01-01

JOYCE L. GAIN
NOTARY PUBLIC STATE OF MARYLAND

Print, Type or Stamp
Commissioned Name of Notary Public