



THE UNITED STATES
CORPORATION
COMPANY

L97000001245

ACCOUNT NO. : 072100000032

REFERENCE : 593414 81823A

AUTHORIZATION

COST LIMIT : \$ 285.00

Patricia Pizzuto

ORDER DATE : November 7, 1997

ORDER TIME : 10:43 AM

ORDER NO. : 593414-005

CUSTOMER NO: 81823A

CUSTOMER: Stephen Navaretta, Esq
STEPHEN NAVARETTA, ESQ

900002341409--8

Suite 203
1100 Sw St. Lucie West Blvd
Port St. Lucie, FL 34986

DOMESTIC FILING

NAME: PC PROPERTIES, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
97 NOV -7 PM 2:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

11/7/97

97 NOV -7 PM 12:13
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

OF

PC PROPERTIES, L.C.

COME NOW, the undersigned hereby and state the following
Article of Organization of PC PROPERTIES, L.C., as follows

ARTICLE I

NAME

A. The name of the limited liability company shall be PC PROPERTIES, L.C., but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

DURATION

B. The duration of the limited liability company shall be perpetual, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS

C. The mailing address and the street address of the principal office of the limited liability company is 219 E. Main Street, Brewster, New York 10509.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by one of the members. The name and address of the person who shall serve as such until the first annual meeting of members or until a successor is elected and qualifies, is Peter Burford, 219 E. Main Street, Brewster, NY 10509

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97 MAR -7 PM 2:39
CLERK OF DISTRICT COURT
TAMPA FLORIDA

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the initial registered agent of the limited liability company is Stephen Navaretta, Attorney at Law, 1100 S.W. St. Lucie West Boulevard, Suite 203, Port St. Lucie, Florida 34986.

ARTICLE VI

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminated the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The remaining members of the limited liability company may 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.

97 NOV 18 2:39 PM
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TALLAHASSEE
FLORIDA
SECRETARY OF STATE

ARTICLE V


AMENDMENT

This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the Articles of Organization of PC PROPERTIES, L.C.

Executed by the undersigned in Brewster, New York, on the

3 day of NOV, 1997.


Peter Burford


Carol Burford

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97 NOV -7 PM 2:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in the foregoing Articles of Organization, I, STEPHEN NAVARETTA, ESQ., hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated, this 6th November day of October, 1997.


STEPHEN NAVARETTA, ESQ.

**AFFIDAVIT PURSUANT TO SECTION 608.407(2)
FLORIDA STATUTES (1995)**

COME NOW, **PETER BURFORD** and **CAROL BURFORD** and upon oath duly given, depose and say as follows:

1. They are the members of PC Properties, L.C., a limited liability company in formation within the State of Florida. They make this Affidavit in compliance with Section 608.407(2) Florida Statutes (1995).

2. The members have contributed the following amounts of cash to the limited liability company:

a. Peter Burford

\$ 500.00

b. Carol Burford

\$ 500.00

3. The members anticipate contributing the following amounts of cash to the limited liability company:

a. Peter Burford

\$ 100,000

b. Carol Burford

\$ 100,000

4. The agreed value of property other than cash contributed by the members are as follows:

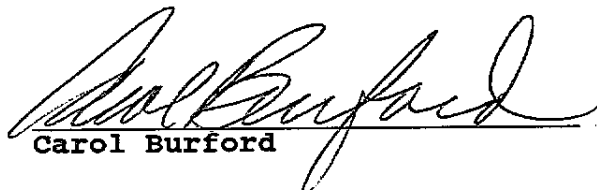
a. Peter Burford

\$ N/A

b. Carol Burford

\$ N/A


Peter Burford

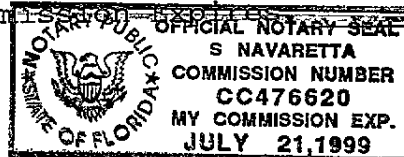

Carol Burford

STATE OF ~~NEW YORK~~ Florida
COUNTY OF St Lucie

The foregoing instrument was acknowledged before me this 6th day of November 1997, by PETER BURFORD, [] who is personally known to me or [] who has produced his driver's license as identification, and who did not take an oath.

(NOTARY SEAL)

Name: _____
Notary Public
STATE OF NEW YORK AT LARGE
My Commission Expires: _____

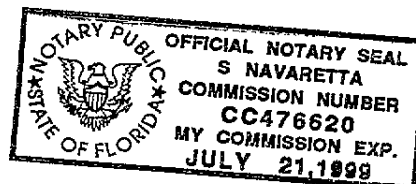


STATE OF ~~NEW YORK~~ Florida
COUNTY OF St Lucie

The foregoing instrument was acknowledged before me this 6th day of November 1997, by CAROL BURFORD, [] who is personally known to me or [] who has produced her driver's license as identification, and who did not take an oath.

(NOTARY SEAL)

Name: _____
Notary Public
STATE OF NEW YORK AT LARGE
My Commission Expires: _____



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