



L98000000694

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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CERTIFIED COPY

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FILING

L.C.

1.) ZACK Kosnitzky, L.C.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

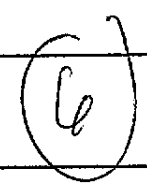
8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

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****337.50 ****337.50



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 28 PM 12:44

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98 MAY 28 AM 9:45
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Articles of Organization
of
ZACK KOSNITZKY, L.C.

FILED
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DIVISION OF CORPORATIONS
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The undersigned members hereby form a limited liability company under the laws of the
State of Florida:

ARTICLE I. COMPANY NAME

The name of this Company is:

ZACK KOSNITZKY, L.C.

ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

The term of existence of the Company shall be for a period of fifty (50) years from the
filing date of these Articles of Organization.

ARTICLE III. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

100 S.E. 2nd Street
28th Floor
Miami, Florida 33131

ARTICLE IV. STREET ADDRESS OF COMPANY

The street address of the principal office of the Company is:

100 S.E. 2nd Street
28th Floor
Miami, Florida 33131

ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

KTG&S Registered Agent Corporation
100 S.E. 2nd Street
28th Floor
Miami, Florida 33131

ARTICLE VI. MEMBERS

The members shall be entitled to admit additional members upon the unanimous consent of all then current members. Any new member shall become a member upon payment of their contribution to the capital of the Company, and upon such member's agreement to comply with Articles of Organization, Regulations and Operating Agreement of the Company then in existence.

ARTICLE VII. DISSOLUTION OF COMPANY

Upon 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 in the Company, the Company shall be dissolved unless all of the remaining members consent to continue the Company.

ARTICLE VIII. MANAGER

The Company shall be managed by a manager. The name and address of the initial manager is set forth below. The initial manager shall serve as the manager until the first annual meeting of members or until his successor is elected and qualified. Such individual shall serve as the manager until the first annual meeting of members or until his successor is elected and qualified.

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Michael Kosnitzky
100 S.E. 2nd Street
28th Floor
Miami, Florida 33131

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ARTICLE IX. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the 21 day of May, 1998.

MEMBER:


MICHAEL KOSNITZKY

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

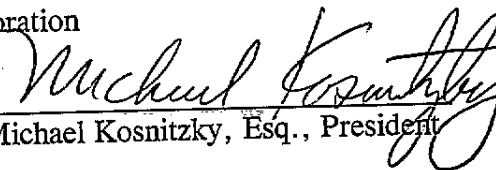
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The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida
Statutes:

Having been appointed registered agent of ZACK KOSNITZKY, L.C. in its Articles of
Organization, at the place designated in such Articles of Organization, the undersigned hereby
agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of
such position.

KTG&S REGISTERED AGENT
CORPORATION, a Florida
corporation

By:


Michael Kosnitzky, Esq., President

Dated: May 21, 1998

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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Pursuant to F.S. 608.408(3), the undersigned member of ZACK KOSNITZKY, L.C., a Florida limited liability company, herein referred to as the "Company", who, upon being duly sworn, certifies the following:

1. The Company has at least two members.
2. As of the date hereof, the amount of capital contributions to the Company made by the members is as follows:

\$ 5,000.00

3. The anticipated amount of additional capital contributions to the Company made by the members will be as follows:

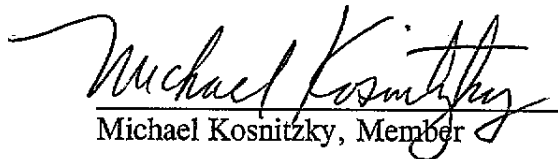
\$407,500.00

4. There have been no contributions to the Company made by the members other than cash contributions.

FURTHER AFFIANTS SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

DATED: May 27, 1998


Michael Kosnitzky, Member