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FROM: FOWLER, WHITE, BURNETT, ET AL
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NAME: MPGS PROPERTIES, L.C.

AUDIT NUMBER.....H98000010187

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ARTICLES OF ORGANIZATION
OF
MPGS PROPERTIES, L.C.

ARTICLE I

The name of this Limited Liability Company shall be MPGS Properties, L.C.

ARTICLE II

This Limited Liability Company shall exist for a period of 30 years from the date of filing the Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.

ARTICLE III

This Limited Liability Company is created for the purpose of transacting any legal and lawful business pursuant to the Florida Limited Liability Company Act.

ARTICLE IV

The place of business and the mailing address of this Limited Liability Company shall be c/o Peter J. Delahunty, Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A., 100 SE Second Street, 17th Floor, Miami, Florida 33131-1101, and such other place or places as the members from time to time may determine.

ARTICLE V

The initial amount of capital contributions (including cash and a description of the agreed value of property) is \$20,000, which will be contributed by the members. Additional contributions will be made at such times and in such amounts as may be agreed by the Limited Liability Company and/or the members.

Thomas M. Parker, Esq.
Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A.
100 S.E. 2nd Street, Suite 1700,
Miami, Florida 33131-1101
Phone: (305) 789-9200
Florida Bar No. 0047570
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ARTICLE VI

The Limited Liability Company will be managed by a Board of Managers composed of four (4) managers, who shall serve as managers until the first annual meeting of members or until their successors are elected and qualify. The names and addresses of the initial managers on the Board of Managers are:

Peter J. Delahunty	c/o Fowler, White et al. 100 S.E. 2nd Street, 17th Flr. Miami, Florida 33131-1101
Michael F. Nickas	1400 N.E. 40th Street Oakland Park, FL 33334
George R. Truitt, Jr.	1722 N.E. 5th Court Ft. Lauderdale, FL 33301
Steven J. David	2701-A E. Oakland Park Blvd Ft. Lauderdale, FL 33334

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ARTICLE VII

The members reserve the right to admit additional members on the unanimous agreement of the members as to the admission of, and the consideration to be paid by, such new members, and subject to the terms and conditions of the Limited Liability Company's Operating Agreement.

ARTICLE VIII

The members shall have the right to continue the Limited Liability Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any event which terminates the continued membership of a member in the Limited Liability Company (collectively, Withdrawal), as long as there are at least two remaining members, and the remaining members agree to continue the Limited Liability Company by unanimous written consent within 90 days after the Withdrawal of a member.

Audit No. H98000010187

Audit No. H98000010187

ARTICLE IX

Except as provided herein, a member's interest in the Limited Liability Company is not subject to assignment, however, the member's economic interest may pass by inheritance. Any member who shall be desirous of selling or otherwise transferring his share and interest in the Limited Liability Company shall obtain the consent of all other members in writing prior to such transfer. When allowed the transferee shall be entitled only to the transferring member's proportionate share of the capital and profits of the Limited Liability Company but shall have no other rights, including the right to participate in management unless later elected to membership by the unanimous vote of the members.

ARTICLE X

These Articles may be amended only by a unanimous vote of the members, although no amendment to Article IX will be permitted.

ARTICLE XII

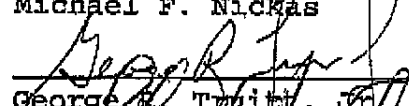
The street address of the Limited Liability Company's initial registered office is 100 S.E. 2nd Street, 17th Floor, Miami, Florida 33131. The name of the initial registered agent at such office is Peter J. Delahunty, Esq.

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE ARTICLES OF ORGANIZATION.

MEMBERS:


Peter J. Delahunty


Michael F. Nickas


George R. Truitt, Jr.


Steven J. David

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STATE OF FLORIDA)
) ss.
 COUNTY OF DADE)

Before me personally appeared Peter J. Delahunty, who is known to me to be the person who executed the foregoing Articles of Organization.

In witness whereof, I have hereunto set my hand and seal this 31st day of May, 1998.

Linda M. Elizarde
 Notary Public

STATE OF FLORIDA)
) ss.
 COUNTY OF DADE)

Before me personally appeared Michael [redacted] who produced [redacted] as identification to be the person who executed the foregoing Articles of Organization.

In witness whereof, I have hereunto set my hand and seal this 29 day of May, 1998. *Personally known to me.*

Vivian K. Trebbien
 Notary Public

STATE OF Florida)
) ss.
 COUNTY OF Broward)

Before me personally appeared George R. Truitt, Jr., who produced [redacted] as identification or who is known to me to be the person who executed the foregoing Articles of Organization.

In witness whereof, I have hereunto set my hand and seal this 28 day of May, 1998.

Tina M. D'Alessandro
 Notary Public

STATE OF Florida)
) ss.
 COUNTY OF Broward)

Before me personally appeared Steven J. [redacted] as identification or who is known to me to be the person who executed the foregoing Articles of Organization. *Personally known to me.*

In witness whereof, I have hereunto set my hand and seal this 29 day of May, 1998.

Vivian K. Trebbien
 Notary Public

Audit No. H98000010187

OFFICIAL NOTARY SEAL
 VIVIAN K TREBBIEN
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION NO. CC609072
 MY COMMISSION EXP. JAN. 3.2001

Audit No. H98000010187

--000--

ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT

Having been named as registered agent for the above-named Limited Liability Company at the place designated in these Articles of Organization, 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.



Peter J. Delahanty, Esq.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)
) .ss
 COUNTY OF Dade)

BEFORE ME, the undersigned authority personally appeared Peter J. Delahunty, a member of MPGS Properties, L.C., who, upon being duly sworn, deposes and says as follows:

1. The above-named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$20,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$ None. A description of the property is attached hereto and made a part hereof.
4. The amount of cash or property anticipated to be contributed by the members is \$20,000.00.
5. The total amount of items 2, 3 and 4 is \$20,000.00.

FURTHER AFFIANT SAYETH NAUGHT.

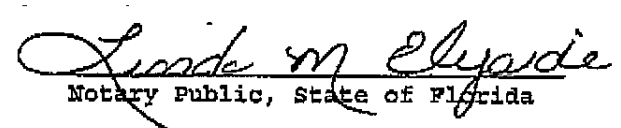

 Peter J. Delahunty, Member

STATE OF FLORIDA)
) .ss
 COUNTY OF Dade)

SWORN AND SUBSCRIBED to before me, the undersigned authority, on this 31st day of May, 1998, by Peter J. Delahunty, a member of MPGS Properties, L.C., who is personally known to me.

WITNESS my hand and official seal the date aforesaid.

[SEAL]


 Notary Public, State of Florida

Audit No. H98000010187

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