



THE UNITED STATES
CORPORATION
COMPANY

L98000001195

ACCOUNT NO. : 072100000032

REFERENCE : 893721 7142786

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 285.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 10:20

ORDER DATE : July 16, 1998

ORDER TIME : 4:23 PM

ORDER NO. : 893721-005

CUSTOMER NO: 7142786

CUSTOMER: Mr. Nancy G. Pastroff
MS. NANCY G. PASTROFF

Suite 135
10300 Sunset Drive
Miami, FL 33155

500002597515--7

DOMESTIC FILING

NAME: LARY ONE LLC

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:

MPK
7/24/98

RECEIVED
98 JUL 24 AM 9:57
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

LARY ONE LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 10300 Sunset Drive, Suite 135, Miami, Florida 33173.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be until: June 30, 2025

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the members are:

Banning G. Lary 10300 Sunset Drive, Suite 135
Member Miami, Florida 33173

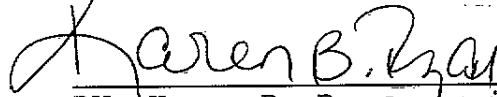
Katherine T. Lary Same as above
Member

The undersigned authorized representative of a member of

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LARY ONE LLC hereby executes these articles of organization
on this 24th Day of July 1998.

CORPORATION SERVICE COMPANY



BY: Karen B. Rozar as its
authorized representative of
LARY ONE LLC

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation
authorized to transact business in this State, having a
business office identical with the registered office of the
Limited Liability Company named above, and having been
designated as the registered agent in the above and
foregoing articles, is familiar with and accepts the obligations
of the position of registered agent under Section 608.415 or
608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

Dated: July 23, 1998

CKS

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98 JUL 24 AM 10:20LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of LARY ONG, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
23 day of JULY, 1998

Nancy S. Pastoff
WITNESS

✓ NANCY G. PASTOFF
TYPED OR PRINTED NAME

✓ Deborah C. Norris
WITNESS

✓ Deborah C. Norris
TYPED OR PRINTED NAME

CKS

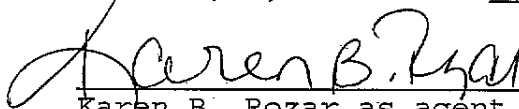
Banning G. Lary
SIGNATURE
BANNING G. LARY
✓ KATHARINE T. LARY
TYPED OR PRINTED NAME

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of LARY ONE LLC deposes and says:

- 1) the above named limited liability company has at least two members:
- 2) the total amount of cash contributed by the member(s) is \$20,000.00:
- 3) if any, the agreed value of property other than cash contributed by member(s) is -0-:
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$60,000.00:
- 5) the total amount of 2, 3, and 4 is: \$80,000.00.



Karen B. Rozar as agent for Corporation Service Company in its capacity as authorized representative of a member of LARY ONE LLC.

CKS