

L98000002377



ACCOUNT NO. : 072100000032

REFERENCE : 005105 .9512A

AUTHORIZATION :

COST LIMIT : \$ 346.25

ORDER DATE : October 22, 1998

ORDER TIME : 1:21 PM

ORDER NO. : 005105-005

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CUSTOMER NO: 9512A

CUSTOMER: Steven Lederer, Esq  
STEVEN J. LEDERER, ESQ  
STEVEN J. LEDERER, ESQ  
Suite 100  
2450 Ne Miami Gardens Drive  
North Miami Bea, FL 33180

DOMESTIC FILING

NAME: HOLLYWOOD CIRCLE PENTHOUSE,  
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: \_\_\_\_\_

Name	MAH
Availability	MAH
Document	MAH
Examiner	MAH
Updater	MAH
Updater	MAH
Verifier	MAH
Acknowledgement	MAH

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98 OCT 22 PM 2:52  
DIVISION OF CORPORATION  
  
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**ARTICLES OF ORGANIZATION  
OF  
HOLLYWOOD CIRCLE PENTHOUSE, L.L.C.**

1. The name of the limited liability company is Hollywood Circle Penthouse, L.L.C. (the "Company").
2. The mailing address of the Company and the street address of the principal office of the Company are:

c/o Gary R. Jaffe  
3 Bethesda Metro Center  
Suite 430  
Bethesda, Maryland 20814

3. The name and registered office of the initial registered agent of the Company in Florida are:

Steven L.J. Lederer, Esquire  
2450 N.E. Miami Gardens Drive  
Suite 100  
N. Miami Beach, Florida 33180

The registered agent is an individual who resides in the State of Florida, and whose business office is identical with such registered office.

4. The period of duration of the Company shall be perpetual.
5. The Company is to be managed by a manager or managers. The name and address of the initial manager of the Company, who is to serve as manager until his successor(s) is (are) elected and qualify, are as follows:

Name:

Address:

Gary R. Jaffe

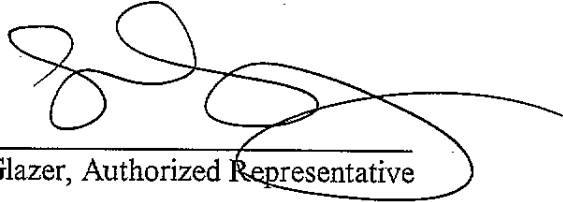
3 Bethesda Metro Center  
Suite 430  
Bethesda, Maryland 20814

6. The rights and authority of the members of the Company shall be governed by a separate written Operating Agreement among the members, and no member of the Company, 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.

[Signature Appears on Following Page]

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Signed this 21st day of October, 1998.

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

Steven M. Glazer, Authorized Representative

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**ACCEPTANCE OF REGISTERED AGENT**

I, STEVEN L. J. LEDERER, Esquire, the undersigned, having  
been designated as the Registered Agent in the above and foregoing  
Articles of Incorporation of:

HOLLYWOOD CIRCLE PENTHOUSE, L.L.C.

do hereby accept such designation and agree to comply with the laws  
of the State of Florida relative thereto.

By: \_\_\_\_\_

STEVEN L. J. LEDERER, Esquire  
Registered Agent  
Suite 100  
2450 N. E. Miami Gardens Drive  
North Miami Beach, FL, 33180  
Phone: (305) 935-6300

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
OF  
HOLLYWOOD CIRCLE PENTHOUSE, L.L.C.**

The undersigned, as Authorized Representative of Hollywood Circle Penthouse, L.L.C., a Florida limited liability company (the "Company"), hereby certifies:

1. The Company has at least one member.
2. The amount of cash and the agreed value of property other than cash contributed by the members to the Company to date is zero and 00/100 Dollars (\$0.00).
3. The total amount of cash anticipated to be contributed by the members to the Company is Eighty Thousand and 00/100 Dollars (\$80,000.00). The agreed value of property other than cash anticipated to be contributed by the members to the Company is zero and 00/100 Dollars (\$0.00).

Signed this 21<sup>st</sup> day of October, 1998.



\_\_\_\_\_  
Steven M. Glazer, Authorized Representative

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