

GTR Associates

L98000002582

list Amount of Property, if Any
00789-00524-00671

October 13, 1998

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100002664721--3
-10/15/98--01072--001
****337.50 ****337.50

W98-23773

To whom it may concern:

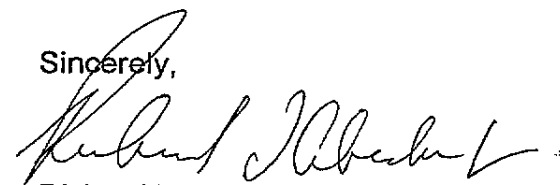
Enclosed please find the GTR Associates, L.L.C. Articles of Organization and a check for \$337.50, which is for the Filing Fee for Articles of Organization and Affidavit, Designation of Registered Agent, and a Certified Copy.

You can contact me at:

9698 Arbor Oaks Lane
305
Boca Raton, FL 33428

If you should have any questions please call me at (561) 852-6591.

Sincerely,


Richard L. Abedon, Jr.
Manager

Name	MAH
Availability	MAH
Document Examiner	MAH
Updater	MAH
Uncarer	MAH
Verifier	MAH
Acknowledgement	MAH
P. Verityer	MAH

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 20, 1998

RICHARD L. ABEDON, JR.
GTR ASSOCIATES
9698 ARBOR OAKS, SUITE 305
BOCA RATON, FL 33428

SUBJECT: GTR ASSOCIATES, L.L.C.
Ref. Number: W98000023773

We have received your document for GTR ASSOCIATES, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must list the amount of property contributed and give the agreed value and a description. It must also include the amount of property anticipated to be contributed, if none, state that.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 698A00051745

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**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the Limited Liability Company is: GTR Associates, L.L.C.

ARTICLE II - Address

The mailing address of the principal office of the Limited Liability Company is:

Richard Abedon, Jr.
9698 Arbor Dr., #305
Boca Raton, FL 33428

ARTICLE III - Duration

The date of dissolution of the Limited Liability Company shall be: 12/31/2050

ARTICLE IV - Management

The Limited Liability Company is to be managed by managers. The names and addresses of the managers are as follows:

Norman Breyer
3007 Dryden
Arlington Heights, IL 60004

Richard Abedon, Jr.
9698 Arbor Dr., #305
Boca Raton, FL 33428

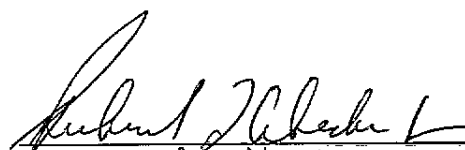
ARTICLE V - Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company is:
Richard Abedon, Sr., 625 N. Flagler Dr., Ste. 700, West Palm Beach, FL

ARTICLE VI - Registered office

The street address of the initial registered office of the Limited Liability Company is: Richard Abedon Jr., 9698 Arbor Dr., #305, Boca Raton, FL 33428

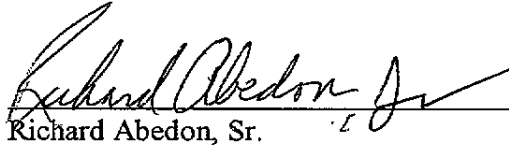
Dated as of the 12th day of October, 1998


Richard L. Abedon, Jr. Manager

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REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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.


Richard Abedon, Sr.

Dated: 10/12/98

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authorized representative of the members of GTR Associates, L.L.C., a Florida Limited liability company, deposes and states 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 \$100.00.
3. If any, the agreed value of property other than cash contribution by members is \$0.00.
4. The total amount of cash or property anticipated to be contributed by the members is \$100.00. This total includes the amount from item 2 and 3 above.

This 12th day of October, 1998.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

GTR Associates, L.L.C., a Florida limited liability company

By: Richard L. Hedon Jr.
Name: Richard L. Hedon Jr.
Title: Manager

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