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LAW OFFICES
GARY M. KRASNA, P.A.

1900 CORPORATE BOULEVARD, N.W.
SUITE 301, WEST BUILDING
BOCA RATON, FLORIDA 33431

Telephone: 561-995-7700
Telecopier: 561-995-7775
E-Mail: GMKLAW@WORLDNET.ATT.NET

Dade Office:
Penthouse 400
11440 North Kendall Drive
Miami, Florida 33176
Telephone: 305-595-2400

November 13, 1998

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

500002688635--3
-11/16/98-01128--003
****346.25 ****346.25

SUBJECT: 327 Holding Group, L.L.C.


Dear Sir or Madam:

CM
WJH 12/16/98

Enclosed is an original and one (1) copy of the articles of organization and a check for \$346.25 covering the filing fee, certified copy and certificate of status. If you have any questions, please feel free to contact me at the above address and phone number.

Thank you in advance for your cooperation in this matter.

Very truly yours,
GARY M. KRASNA, P.A.


Gary M. Krasna

FILED
98 DEC -1 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 18, 1998

GARY M. KRASNA, P.A.
1900 CORPORATE BLVD., N.W., SUITE 301
WEST BUILDING
BOCA RATON, FL 33431

SUBJECT: 327 HOLDINGS GROUP, L.L.C.
Ref. Number: W98000025974

FILED
98 DEC -1 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for 327 HOLDINGS GROUP, L.L.C. and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 798A00055410

ARTICLES OF ORGANIZATION

OF

327 HOLDING GROUP, L.L.C.

These Articles of Organization are prepared and submitted to the Florida Department of State for filing in conformity with Florida Statutes Section 608.407.

FILED
98 DEC 1 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this organization shall be **327 HOLDING GROUP, L.L.C.**

ARTICLE II DURATION

The period of duration of this organization shall be perpetual unless sooner dissolved as provided in the regulations of this organization or by law.

ARTICLE III ADDRESS

The mailing address of the principal office of this organization shall be c/o Gary M. Krasna, P.A., 1900 Corporate Boulevard, N.W., Suite 301W, Boca Raton, Florida 33431.

ARTICLE IV REGISTERED AGENT

The name and address of the initial registered agent of this organization is GARY M. KRASNA, ESQ., 1900 Corporate Boulevard, N.W., Suite 301W, Boca Raton, Florida 33431.

ARTICLE V NEW MEMBERS

Members shall have the right to admit new members by a unanimous affirmative vote of the membership. Contributions required of new members shall be estimated at the time of their admission by the Manager.

**ARTICLE VI
CONTINUATION OF BUSINESS**

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this Limited Liability Company, the remaining members shall have the right to continue the business upon the affirmative vote a majority of the membership. In the event that the required consent of the majority of the members is not obtained, this Limited Liability Company shall not liquidate any collateral (except as provided in any loan or mortgage documents) pledged or mortgaged to third parties, without the consent of the holders of any rated securities.

**ARTICLE VII
MANAGEMENT**

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is:

EDGE RESEARCH & DEVELOPMENT CORP., c/o Gary M. Krasna, P.A., 1900
Corporate Boulevard N.W., Suite 301 W, Boca Raton, Florida 33431

**ARTICLE VIII
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION**

The undersigned member or authorized representative of a member of **327 HOLDING GROUP, L.L.C.**, certifies:

1. the above named limited liability company has at least one member
2. the total amount of cash contributed by the member(s) is \$1000.00
3. if any, the agreed value of property other than cash contributed
by member(s) is (A description of the property is attached and
made a part hereto); and \$0.00
4. the total amount of cash and property contributed and anticipated
to be contributed by member(s) is \$1000.00

Dated this 10th day of November, 1998.

MEMBER:

EDGE RESEARCH & DEVELOPMENT CORP.

By: 

Signature of a member or an authorized representative of a member


(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

Jerome Reisman, Assistant Secretary of Edge Research & Development Corp., manager and member

Typed or Printed Name of Signee

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for 327 Holdings Group, L.L.C. at the place designated in the 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.


Name: Gary M. Krasna
1900 Corporate Blvd., Suite 301 W
Boca Raton, FL 33431

Date: November 10, 1998