

C980000003024



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 052781 121767A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 4, 1998

ORDER TIME : 11:18 AM

ORDER NO. : 052781-010

CUSTOMER NO: 121767A

CUSTOMER: Martin J. Genauer, Esq
KARP & GENAUER, P.A.
KARP & GENAUER, P.A.
Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

ck # 1608
amt 570.00

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****570.00 ****285.00

DOMESTIC FILING

NAME: EAST ORLANDO ASSOCIATES, 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: Robert Maxwell

EXAMINER'S INITIALS:

Name	
Availability	<i>MBH</i>
Document Examiner	<i>MBH</i>
Updater	<i>MBH</i>
Updater verifier	<i>MBH</i>
Acknowledgement	<i>MBH</i>
P. Verifier	<i>MBH</i>

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -4 PM 2:21

RECEIVED
98 DEC -4 PM 12:13
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION
OF
EAST ORLANDO ASSOCIATES, LLC

The undersigned subscribing member to these Articles of Organization, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Limited Liability Company is East Orlando Associates, LLC

ARTICLE II
DURATION AND COMMENCEMENT OF EXISTENCE

The existence of the Limited Liability Company shall commence upon the date of filing of these Articles of Organization with the Florida Department of State. The Limited Liability Company shall exist perpetually unless sooner terminated as provided herein.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Limited Liability Company's principal office and mailing address is c/o Berkowitz, Dick, Pollack & Brant, One S.E. 3rd Avenue, Fifteenth Floor, Miami, FL 33131.

ARTICLE IV
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Limited Liability Company is Alhambra Registered Agents, Inc. The street address of the initial registered office of the Limited Liability Company in the State of Florida is c/o Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, FL 33134.

FILED
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DIVISION OF CORPORATIONS
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ARTICLE V
DISSOLUTION; WINDING UP; LIQUIDATION

1. Dissolution. The Limited Liability Company shall be dissolved on the happening of any of the following events:

- a. Death, insanity, bankruptcy, retirement or withdrawal of any Member who is an individual.
- b. Dissolution or bankruptcy of any Member which is an entity.
- c. Unanimous agreement of the Members to dissolve.
- d. The sale of all or substantially all of the assets of the Limited Liability Company.
- e. The happening of any event that makes it unlawful, impossible or impractical to carry on the business of the Limited Liability Company.

2. Right to Continue Business. The remaining Members of the Limited Liability Company shall have the right to continue the business upon the dissolution of the Limited Liability Company, or occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company. The exercise of this right to continue shall be by notice by any one or more Members (representing at least a majority of the remaining interests in the Limited Liability Company) to the remaining Members within thirty (30) days after dissolution as described in subsection A. of this Article.

ARTICLE VI
MANAGEMENT

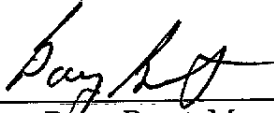
The Limited Liability Company shall be managed by its managing member whose name and address is listed below:

Barry Brant
c/o Berkowitz, Dick, Pollack & Brant
One S.E. 3rd Avenue
Fifteenth Floor
Miami, FL 33131

ARTICLE VII
INDEMNIFICATION

The Limited Liability Company may indemnify, to the full extent permitted by law, any person who is the proper subject of indemnification.

IN WITNESS WHEREOF, the undersigned subscribing member has executed these Articles of Organization effective this 30th day of November, 1998.

A handwritten signature in cursive script, appearing to read "Barry Brant", written over a horizontal line.


Barry Brant, Managing Member

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

East Orlando Associates, LLC, a Florida limited liability company, desiring to organize as a Limited Liability Company pursuant to Florida Statutes, with its registered office, as indicated in the Articles of Organization, in the City of Miami, County of Miami-Dade, State of Florida, has named Alhambra Registered Agents, Inc. at c/o Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, FL 33134 as its registered agent within the State.

Having been named registered agent for the above-stated Limited Liability Company at the place designated in the Articles, the undersigned hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.

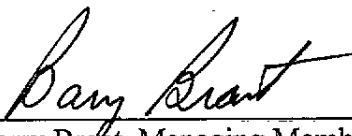
ALHAMBRA REGISTERED AGENTS, INC.,
a Florida corporation

By: 
Martin J. Genauer, Vice President

**AFFIDAVIT RE: CAPITAL CONTRIBUTIONS
OF
EAST ORLANDO ASSOCIATES, LLC**

COMES NOW, Barry Brant, as Managing Member of East Orlando Associates, LLC, a Florida limited liability company (the "Limited Liability Company"), who deposes and states as follows:


1. The above named Limited Liability Company has at least one member(s).
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 \$ -0-
A description of the property is attached and made a part hereto.
4. The amount of cash or property anticipated to be contributed by the members is \$ -0-
5. The total amount of 2, 3 and 4 is \$ 20,000.00
6. Affiant further sayeth naught.


Barry Brant, Managing Member

State of Florida)
) SS:
County of Miami-Dade)

BEFORE ME, personally appeared Barry Brant, to me personally known or who produced _____ as identification, and he did acknowledge to me that he executed the foregoing Affidavit re: Capital Contributions of East Orlando Associates, LLC, as Managing Member of East Orlando Associates, LLC.

WITNESS my hand and official seal this 30 day of November, 1998.


Notary Public, State of Florida
Print Name: CELIA G. CUE

My Commission Expires: _____

