

L98000003157



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AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 11, 1998

ORDER TIME : 1:07 PM

ORDER NO. : 061983-005

CUSTOMER NO: 11102A

CUSTOMER: Ivan M. Lefkowitz, Esq  
LEFKOWITZ & BLAHER, P.A.  
LEFKOWITZ & BLAHER, P.A.  
430 North Mills Avenue

Orlando, FL 32803

DOMESTIC FILING

NAME: ALBORS PROPERTIES, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       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>
Reviewer	<i>MBH</i>
Verifier	<i>MBH</i>
Acknowledgement	<i>MBH</i>
W. P. Verifier	<i>MBH</i>

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DIVISION OF CORPORATIONS  
98 DEC 11 AM 8:40

ARTICLES OF ORGANIZATION  
OF  
ALBORS PROPERTIES, L.L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the charter and authority for the conduct of business of the limited liability company.

ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this limited liability company shall be:

**ALBORS PROPERTIES, L.L.C.**

The mailing address and street address of its principal place of business is 4744 Hall Road, Orlando, Florida 32817.

ARTICLE II  
DURATION

The period of this Company's duration is perpetual.

ARTICLE III  
MANAGEMENT

The business and affairs of this Company are to be managed by a manager or managers. This Company shall be initially managed by two (2) managers. The number of managers may be increased or decreased by resolution of the members amending the Regulations of the Company, but shall never be less than one (1). The name and address of the persons who shall serve as managers until the first annual meeting of members or until successors are elected and qualified are as follows:

<u>Names</u>	<u>Addresses</u>
RENE A. ALBORS	4744 Hall Road Orlando, Florida 32817
THERESA E. ALBORS	4744 Hall Road Orlando, Florida 32817

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ARTICLE IV  
VOTING BY MEMBERS AND MANAGERS

Unless otherwise provided in the Regulations, all votes by members or managers, if there be more than one, shall be weighted in proportion to their relative capital accounts of the Company, as adjusted from time to time to properly reflect any additional contributions or withdrawals; however, if the capital account of all members is negative or zero, each member or manager shall have one (1) vote.

ARTICLE V  
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by the written consent of the holders of not less than 75% of the then existing relative capital accounts of the Company. Contributions required of new members shall be determined as of the time of admission to this Company. A member's interest in this Company may not be sold or otherwise transferred except with written consent of the holders of not less than 75% of the then existing relative capital accounts of the Company.

ARTICLE VI  
BUSINESS CONTINUATION AND DISSOLUTION

This Company shall not be dissolved 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 the Company. This Company may be dissolved by the written consent of the holders of not less than 75% of the then existing relative capital accounts of the Company.

ARTICLE VII  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

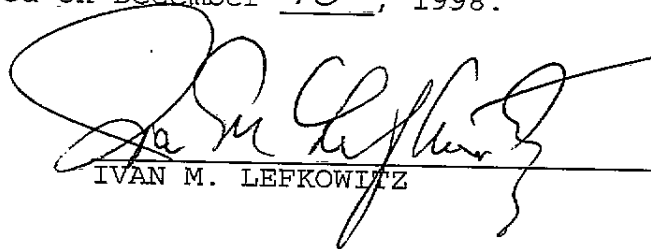
The name and street address of the initial registered agent and office for this Company is as follows:

Ivan M. Lefkowitz, Esquire  
430 North Mills Avenue  
Orlando, Florida 32803

ARTICLE VIII  
AMENDMENT OF ARTICLES

These Articles may be amended only by the written consent of the holders of not less than 75% of the then existing relative capital accounts of the Company.

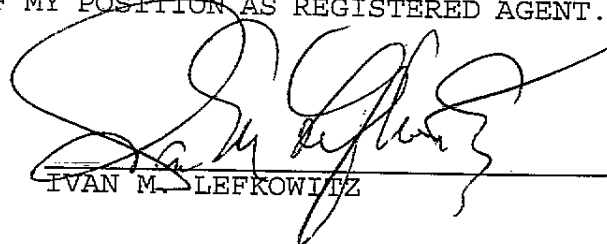
Executed by the undersigned on December 10, 1998.

  
IVAN M. LEFKOWITZ

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Date: December 10, 1998

  
IVAN M. LEFKOWITZ

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
PURSUANT TO F.S. § 608.407

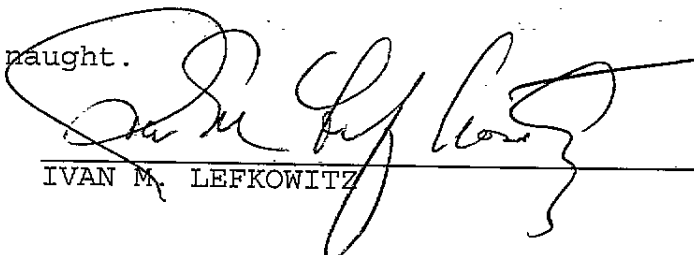
STATE OF FLORIDA     )

COUNTY OF ORANGE     )

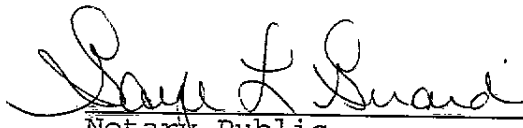
Before the undersigned authority personally appeared IVAN M. LEFKOWITZ, a member of ALBORS PROPERTIES, L.L.C., who on oath says:

1. That he is a member of ALBORS PROPERTIES, L.L.C.
2. That ALBORS PROPERTIES, L.L.C., has at least two members.
3. The total amount of cash contributed by the members is Ten Thousand Dollars (\$10,000.00).
4. If any, the agreed value of property other than cash contributed by the members is \$--0---. A description of the property is attached as Exhibit A and made a part of this affidavit.
5. The total amount of cash or property anticipated to be contributed by the members is One Hundred Thousand Dollars (\$100,000.00). This total includes the amounts from paragraphs 3 and 4 above.

Further affiant sayeth naught.

  
\_\_\_\_\_  
IVAN M. LEFKOWITZ

Sworn to and subscribed before me this 10 day of December, 1998, by IVAN M. LEFKOWITZ, on behalf of ALBORS PROPERTIES, L.L.C., who is personally known to me or who has produced a Florida driver's license as identification.

  
\_\_\_\_\_  
Notary Public  
My Commission expires:

s:albors.llc

