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LAW OFFICES OF
ARTHUR C. KOSKI, P.A.
4730 N.W. BOCA RATON BOULEVARD, STE. 200
BOCA RATON, FLORIDA 33431

Frank J. Badach, P.A.

(561) 989-8800
FAX (561)989-3775

January 8, 1999

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

200002746342--6
-01/20/99--01008--003
****285.00 ****285.00

RE: **CASTLE FLORIDA REALTY, L. L.C.**

Dear Sir or Madam:

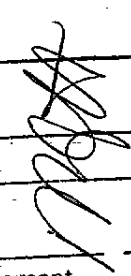
Enclosed please find the following with regard to incorporation of the aforesaid:

1. Original Articles of Organization for Castle Florida Realty, L. L.C. and Designation of Registered Agent;
2. One (1) copy of the Articles of Organization and Designation of Registered Agent;
3. Check for \$285.00;
4. Stamped addressed envelope for conformed copy.

Please file these Articles and Designation of Registered Agent and return one certified copy to me. If you have any further questions, please advise.

Very truly yours,


Frank J. Badach
Enclosure

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

99 JAN 19 AM 8:15
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

ARTICLE I - Name

The name of the Limited Liability Company is:
CASTLE FLORIDA REALTY, L.L.C.

ARTICLE II - Address

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

11 S.E. 6th Avenue, Delray Beach, FL 33483

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be:
Perpetual

ARTICLE IV - Management

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Jay Hasner, 11 S.E. 6th Avenue, Delray Beach, FL 33483

ARTICLE V - Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

N/A

ARTICLE VI - Members Rights to Continue Business

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

N/A

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 19 AM 8:15

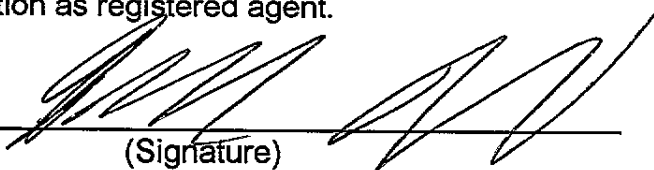
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

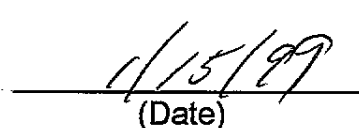
1. The name of the limited liability Company is: CASTLE FLORIDA REALTY, L.L.C.
2. The name and address of the registered agent and office is:

FRANK J. BADACH, ESQ.
Law Offices of Arthur C. Koski, P.A.
568 Yamato Road, Ste. 200
Boca Raton, FL 33431

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 states relating to the proper and complete performance of my duties, and any familiar with and accept the obligations of my position as registered agent.



(Signature)



(Date)

Filing Fee: \$35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of CASTLE FLORIDA REALTY, L. L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 12,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ NO

A description of the property is attached and made a part hereto.

- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ --
- 5) the total amounts of 2, 3 and 4 is \$ 12,000.00


Signature of member or authorized representative of a member

(In accordance with section 608/408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)