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PROPERTIES OF FLORIDA

Commercial Real Estate & Development

February 2, 1999

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-02/10/99--01074--011 ****285.00 ****285.00

Florida Department of State Division of Corporations Registration Section P O Box 6327 Tallahassee, Florida 32314

RE: McNab Partners, L.L.C.

Gentlemen:

Enclosed please find the Articles of Organization for Florida Limited Liability Company and Designation of Registered Agent for McNab Partners, L.L.C. Our check for \$285.00 is enclosed to cover the filing fee.

If you have any questions regarding these documents, please call either Jonas Nordal or me at 954-565-5999. Thank you for your assistance.

Very truly yours,

JM PROPERTIES OF SOUTH FLORIDA, INC.

As Agent for McNab Partners, L.L.C.

Jonette Bishop Office Manager

:jb Enclosures Name
Availability

Document
Examiner

Updater

Updater

Verifyer

Acknowledgement

W. P. Verifyer

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F\$ 386.00

* ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

McNab Partners, L.L.C.

ARTICLE II - Address:

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

3201 North Federal Highway, Suite 300 Fort Lauderdale, Florida 33306

ARTICLE III - Duration:

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

perpetual

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

- The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Jonas S. Nordal

3201 N. Federal Highway

Suite 300

Fort Lauderdale, FL 33306

Mark L. Sager

3201 N. Federal Highway

Suite 300

Fort Lauderdale, FL 33306

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:

None.

DIVISION OF A MINO: 54

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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:

governed by that certain Partnership Agreement between Mark L. Sager and Jonas S. Nordal, dated March 30, 1999.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of	McNab	Partr	ners, L.L	<u>, , C , , </u>
The didecogned memory of the same of the s	cer	tifies:		7. <u>.</u>
 the above named limited liability company has at least one member; the total amount of cash contributed by the member(s) is 		\$	400.00	; , ,
3) if any, the agreed value of property other than cash contributed by members and the same of the sam	per(s) is	\$	-0-	;
(A description of the property is attached and made a part hereto.); and 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is		\$_400,000.00		
Signature of a member or an authorized representative of	of a mem	ber.		
(In accordance with section 608.408(3), Florida Statutes, the affidavit constitutes an affirmation under the penalties of perj stated herein are true.)	execution	of this		
Jonas S. Nordal Typed or printed name of signee		_		

Filing Fee: \$250.00 for Articles and Affidavit

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of	of the limited liability company is:	McNab Partners, L.L.C.
2. The name a	and the Florida street address of the r	egistered agent are:
	Jonas S. Nordal	
	Name	
	3201 North Federal H	ighway, Suite 300
	Florida street address (P. O.	Box <u>NOT</u> ACCEPTABLE)
	Fort Lauderdale, FL CITY, STATE	33306 AND ZIP
limited liabili appointment a the provisions	ity company at the place designat is registered agent and agree to act in	ccept service of process for the above state ed in this certificate, I hereby accept the this capacity. I further agree to comply wi and complete performance of my duties, and osition as registered agent.

Filing Fee: \$ 35 for Designation of Registered Agent