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Prop.? Anticipated?
00789-00524-00621
January 28, 1999

W99-2813

AIRBORNE EXPRESS

Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

RE: MASSEY, COICAN & SCHUSTER, L.L.C.

Gentlemen:

Enclosed is the original and a duplicate copy of the Articles of Organization of the above proposed limited liability company, the Acceptance of Designation as Registered Agent, and the Affidavit of the Managing Partner. Please endorse your approval of the Articles of Organization on the duplicate copy and return same to the undersigned.

Our check in the amount of \$337.50 is enclosed (representing the filing fee of \$285 and certification fee of \$52.50).

Very truly yours,

V.J. Voorheis
V. J. VOORHEIS

VJV/slh
Enclosures
SEC.MAS

V.J. Voorheis GAVE
AUTHORIZATION BY PHONE TO
CORRECT Affidavit
DATE 3/2/99
O.C. EXAM MJH

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

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Eff. 2/1/99

99 FEB -1 AM 11:16
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 3, 1999

V.J. VOORHEIS
707 SOUTHEAST THIRD AVENUE, SIXTH FLOOR
FORT LAUDERDALE, FL 33316

SUBJECT: MASSEY, COICAN & SCHUSTER, L.L.C.
Ref. Number: W99000002813

We have received your document for MASSEY, COICAN & SCHUSTER, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The AFFIDAVIT must list the agreed value and a description of the property contributed by the members, if none, state that, also, the affidavit must list any anticipated contributions from the members, if none, state that.,

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 799A00004846

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -1 AM 11:16

ARTICLES OF ORGANIZATION
OF
MASSEY, COICAN & SCHUSTER, L.L.C.,
a Florida Limited Liability Company

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopt the following Articles of Organization for such Company:

ARTICLE I

NAME

The name of the Company is MASSEY, COICAN & SCHUSTER, L.L.C.

ARTICLE II

DURATION

The existence of the Company shall commence as of 9:00 a.m., E.S.T., on February 1, 1999, and shall continue for a period of thirty (30) years from that date, unless earlier dissolved in accordance with the provisions of Article VI herein.

ARTICLE III

ADDRESS

The mailing address and the street address of the principal office of the Company is 2455 East Sunrise Boulevard, Suite 1100, Fort Lauderdale, Florida 33304.

ARTICLE IV

INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of the Company is ALBERT P. MASSEY at 2455 East Sunrise Boulevard, Suite 1100, Fort Lauderdale, Florida 33304.

ARTICLE V

ADDITIONAL MEMBERS

Additional members may be admitted to the Company only upon the unanimous written consent of all of the then existing Members of the Company, which consent may be unreasonably withheld.

ARTICLE VI

RIGHT OF REMAINING MEMBERS TO CONTINUE BUSINESS

In the event of 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 Company, the business of the Company shall not be continued and the Company shall be dissolved unless all of the remaining Members of the Company unanimously agree to continue the business of the Company.

ARTICLE VII

MANAGEMENT

The management of the Company shall be vested in its manager(s), all of whom must be Members of the Company. Management shall initially consist of the individual named below who is to serve as manager until the first annual meeting of the Members or until his successor(s) shall have been duly elected and qualified.

<u>Name</u>	<u>Address</u>
ALBERT P. MASSEY, III	2455 E. Sunrise Boulevard, #1100 Fort Lauderdale, FL 33304.

ARTICLE VIII

REGULATIONS

The regulation and management of the affairs of the Company shall be governed by the Regulations of the Company. The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members of the Company.

ARTICLE IX

AMENDMENTS

The power to amend these Articles of Organization is reserved in the Members of the Company and any such amendment

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of MASSEY, COICAN & SCHUSTER, L.L.C., a Florida Limited Liability Company, as made in the foregoing Articles of Organization, and agree to act in such 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 the initial Registered Agent of MASSEY, COICAN & SCHUSTER, L.L.C.

Date: January 22, 1999


ALBERT P. MASSEY, Registered Agent

MASSEY, COICAN & SCHUSTER, L.L.C.,
a Florida Limited Liability Company

AFFIDAVIT

STATE OF FLORIDA)

:ss.:

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared ALBERT P. MASSEY, who being first duly sworn, deposes and states:

1. MASSEY, COICAN & SCHUSTER, L.L.C. shall initially have two (2) Members.

2. The amount of capital of MASSEY, COICAN & SCHUSTER, L.L.C. shall initially consist of the following amounts of cash which shall be contributed by the Member as set forth below:

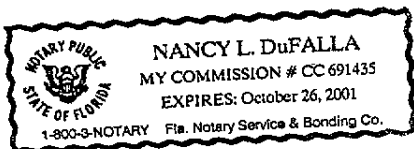
<u>Member</u>	<u>Amount</u>
ALBERT P. MASSEY, III	\$5,000
GREGORY G. COICAN	\$5,000

3. Also, \$12,000 in property (furniture, fixtures) has been contributed.


4. It is anticipated that \$10,000 in cash may be contributed hereafter.
* The total contributed and anticipated is \$32,000.


ALBERT P. MASSEY, III, Affiant

SWORN TO AND SUBSCRIBED before me this 23rd day of February, 1999, by ALBERT P. MASSEY, III, who is personally known to me or who presented _____ as identification.



MASSEY . LLC


Notary Public Signature
Print Name Nancy L. DuFalla
Notary Commission No. CC 691435
My Commission Expires: 10/26/01