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February 23, 1999

SCOTT J. LEITTEN  
Attorney

Via UPS Overnight Delivery

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

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-03/01/99--01131--002  
\*\*\*\*285.00 \*\*\*\*285.00

Re: J. E. GRUSIN & ASSOCIATES, L.L.C.  
Our File Number-BC99-008

Gentlemen:

CM

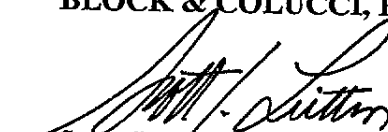
Please find enclosed the following items regarding J. E. Grusin & Associates, L.L.C.:

1. Original and one copy of Articles of Organization, Affidavit of Membership and Contributions, and Statement Designating Registered Agent and Office.
2. Check Number 5064 for \$285.00.

Please date stamp the copies and return in the self addressed envelope.

Very truly yours,

BLOCK & COLUCCI, P.C.

  
Scott J. Leitten, Esq.

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DIVISION OF CORPORATIONS  
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Enclosure

**ARTICLES OF ORGANIZATION  
OF  
J.E. GRUSIN & ASSOCIATES, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be **J.E. GRUSIN & ASSOCIATES, L.L.C.** ("Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1111 Sand Pine Drive, Jupiter, FL 33477.

**ARTICLE III - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the state of Florida is **SCOT J. LEITTEN, ESQ.**, Block & Colucci, P.C., 1001 N. U.S. Highway One, Suite 400, Jupiter, Florida 33477.

**ARTICLE V - CAPITAL CONTRIBUTIONS**

The initial member of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

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## ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

## ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

## ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

## ARTICLE IX - MANAGEMENT

The Company shall be managed by a manager in accordance with Regulations adopted by the members for the management of the business and affairs of the Company. These Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is JUNE E. GRUSIN, 114 Sand Pine Drive, Jupiter, FL 33477.

IN WITNESS WHEREOF, the undersigned initial member has made and subscribed these Articles of Organization at Jupiter, Florida, on February 26, 1999.

Jane E. Grusin  
JUNE E. GRUSIN

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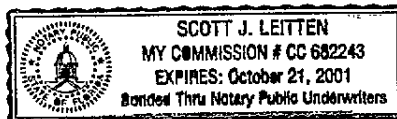
STATE OF FLORIDA                   )  
  )SS  
COUNTY OF PALM BEACH        )

Sworn to and subscribed before me this 26 day of February, 1999, by **JUNE E. GRUSIN.**

*Scott J. Leitten*  
Notary Public - State of Florida

\_\_\_\_\_  
Printed Name of Notary

Personally Known X  
OR  
Produced Identification \_\_\_\_\_



Type of Identification Produced \_\_\_\_\_

(Seal)

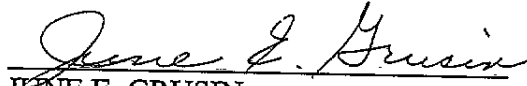
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

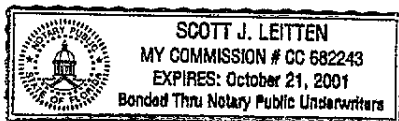
State of Florida                     ]  
  ] ss:  
County of Palm Beach            ]

In compliance with Florida Statutes Section 608.407(2), the undersigned member of J.E. Grusin & Associates, L.L.C., deposes and says:

1. The limited liability company identified above has at least one member.
2. The total amount of cash contributed by the initial member is: \$500.00.
3. The total amount of cash or property anticipated to be contributed by the members is: none.
4. The value of property other than cash contributed by the initial member is: none.

  
JUNE E. GRUSIN

The foregoing instrument was acknowledged before me this 26 day of February, 1999, by June E. Grusin, manager, on behalf of J.E. Grusin & Associates, L.L.C., a limited liability company. She is personally known to me or have produced drivers licenses as identification.



  
Notary Public  
State of Florida

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of J.E. GRUSIN & ASSOCIATES, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
SCOTT J. LEITTEN  
Registered Agent

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