

GREENBERG

ATTORNEYS AT LAW

L99000001392

March 1, 1999

Via Federal Express

Florida Department of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32301

600002792026--7
-03/02/99--01042--006
*****337.50 *****337.50

Re: GenSop, L.L.C.

Ladies and Gentlemen:

Enclosed are an original and one copy of the Articles of Organization for the above referenced limited liability company, along with a check payable to the Secretary of State in the amount of \$337.50 in payment of the following:

Filing Fee:	\$250.00
Registered Agent Filing Fee:	\$ 35.00
Certified Copy	<u>\$ 52.50</u>

Total: \$ 337.50

Please return the certified copy to the attention of the undersigned.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Beth Gdanski

Beth Gdanski
Legal Assistant

FILED
99 MAR -2 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DCC
Enclosures	3
WPB/GDANSKIB/213593/4kt5011	DOC/3/01/99/99999.361319
verifier	
Acknowledgement	
W. P. Verifier	DCC

L99000001392

**ARTICLES OF ORGANIZATION
OF
GenSop, L.L.C.**

ARTICLE I - Name

The name of the Limited Liability Company is GenSop, L.L.C. (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is: 10340 West Broadview Drive, Bay Harbour Island, Florida 33154.

ARTICLE III - Duration

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company's Regulations or Florida law, effective as of March 1, 1999.

ARTICLE IV - Management

The Company will be managed by one or more managers (the "Managers"). The Managers shall be elected annually by the members in the manner prescribed by and provided for in the Regulations of the Company. The Managers shall also hold the offices and have responsibilities accorded to them by the members and as set forth in the Regulations of the Company. The name and address of the Manager who is to serve until the first annual meeting or until her successor is otherwise selected is as follows:

Ray Ellen Yarkin
10340 West Broadview Drive
Bay Harbour Island, Florida

ARTICLE V - Admission of Additional Members

Additional members may be admitted and the terms and condition of such admissions shall require the vote of all existing members, and shall be conditioned on the new member's agreement to abide by all existing agreements of the members regarding the conduct of the Company.

ARTICLE VI - Members Rights to Continue Business

The remaining members of the Company have the right to continue the business in the event of the termination of the Company at any time due to death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member in the Company, provided that all of the remaining members agree to do so in writing within 120 days after the date of a member's termination of membership.

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99 MAR -2 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - Registered Agent and Office

The street address of the Corporation's initial registered office is 10340 West Broadview Drive, Bay Harbour Island, Florida 33154, and the name of its initial registered agent at such office is Ray Ellen Yarkin.

ARTICLE VIII - Purpose

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the provisions of the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the following member has executed these Articles of Organization on this 1st day of March, 1999.

Ray Ellen Yarkin
Ray Ellen Yarkin

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99 MAR -2 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF ~~DADE~~ Broward

Before me personally appeared Ray Ellen Yarkin who [✓] is personally known to me or []
produced _____ as identification on March 1, 1999.



MELISSA FIERMAN
COMMISSION # CC 712155
EXPIRES FEB 20, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Melissa Fierman
Notary Public, State of Florida
Print Name: Melissa Fierman
My Commission Expires: 2-20-02

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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

- 1 the total amount of cash contributed by the members is \$1,000.
- 2 if any, the agreed value of property other than cash contributed by members is: \$-0-
- 3 the total amount of cash or property anticipated to be contributed by members is \$750,000.

This total includes amount from 1 and 2 above.

GenSop, L.L.C. has at least one member.

The agreed value of property other than cash contributed by members is \$-0- and the description of the property contributed is _____.

Ray Ellen Yarkin
Signature of a member or authorized representative of a member
RAY ELLEN YARKIN

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

(In accordance with §608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN
THE STATE OF FLORIDA.**

1. The name of the limited liability company is: GenSop, L.L.C.
2. The name and address of the registered agent and office is:

Ray Ellen Yarkin
10340 West Broadview Drive
Bay Harbour Island, Florida 33154

FILED
99 MAR -2 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Ray Ellen Yarkin
(Signature)

March 1, 1999
(Date)

FILING FEE: \$35 for Designation of Registered Agent