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CORPORATION(S) NAME

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CRAIG DONOFF, J.D., LL.M. Certified Tax Attorney LIVING TRUST AND ESTATE PLANNING

Ryan S. Ratner, J.D. LIVING TRUST AND ESTATE PLANNING

OF COUNSEL DAVID H. BURSTYN PERSONAL INJURY LEON BEDRICK ESTATE PLANNING, WILLS AND TRUSTS

April 15, 1999

LAW OFFICES CRAIG DONOFF, P. A.

PROFESSIONAL ASSOCIATION 18305 BISCAYNE BOULEVARD Suite 300 AVENTURA, FLORIDA 33160

DADE (305) 935-0496 BROWARD (954) 481-8522 Fax (305) 935-9542

> BOCA RATON OFFICE: EXECUTIVE CENTER, SUITE 204 6100 GLADES ROAD Boca Raton, Florida 33434

TELEPHONE (561) 451-8220 1-(800) - 989-0755 Fax (561) 451-8223

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32301

GREENMAN FAMILY INVESTMENT, LLC a Limited Liability Company

Gentlemen:

Re:

Enclosed please find the original and one copy of the above referenced Articles and our check for filing fees in the amount of \$337.50.

Also enclosed is a Resident Agents Acceptance Form as required by F.S. 48.091.

Thank you for your prompt attention in this matter.

Very truly yours,

CRAIG DONOFF

CD/atd

Encl.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

GREENMAN FAMILY INVESTMENT, LLC, a limited liability company.

ARTICLE II - Address:

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

16915 River Birch Circle, Delray Beach, FL 33445.

ARTICLE III - Duration

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

99 APR 19 PH 12: 40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - Management:

 $X \$ 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 are to serve as manager(s) are:

PHYLLIS GREENMAN, 16915 River Birch Circle, Delray Beach, FL 33445 JUDITH KATZ, 43 Diana's Trail, Roslyn, NY 11576 LESTER GREENMAN, 200 E. 72nd St., New York, NY 10020 STANLEY GREENMAN, 339 Mill Run Road, Brookville, NY 11771

_\ 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:

ARTICLE V-Admission of Additional Members:

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

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:

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:	99 APT SECRET
GREENMAN FAMILY INVESTMENT, LLC, a limited liability company.	10 F
2. The name and address of the registered agent and office is:	PH IZ:
CRAIG DONOFF (Name)	RIDA RIDA
18305 Biscayne Blvd., Suite 300 (P.O. Box not acceptable)	
Aventura, Florida 33160 (City/State/Zip)	

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.

(Signature) (Date)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of <u>GREENMAN FAMILY</u> <u>INVESTMENT, LLC, a limited liability company</u> Deposes and says:

1) the above named limited liability company has at least two members.

General Partner, Phyllis Greenman - 1% interest.

Limited Partner, Phyllis Greenman - 84% interest.

Limited Partner, Judith Katz - 5% interest.

Limited Partner, Lester Greenman - 5% interest.

Limited Partner, Stanley Greenman - 5% interest

2) the total amount of cash contributed by the member(s) is \$200,000.00

Phyllis Greenman to contribute \$170,000.00

Judith Katz to contribute \$ 10,000.00

Lester Greenman to contribute \$ 10,000.00

Stanley Greenman to contribute \$ 10,000.00

- 4) the total mount of cash or property anticipated to be contributed by member(s) is \$200,000.00. This total includes amounts from 2 and 3 above.

Signature of a 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.)