

L99000002390



ACCOUNT NO. : 072100000032

REFERENCE : 213191 7182594

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 285.00

ORDER DATE : April 21, 1999

ORDER TIME : 10:09 AM

ORDER NO. : 213191-005

CUSTOMER NO: 7182594

300002854233--7

CUSTOMER: Ms. Barbara D. Todd
MRS. BARBARA D. TODD
MRS. BARBARA D. TODD
533 Indian Harbor Road

Vero Beach, FL 32963

DOMESTIC FILING

NAME: PENN PHOENIX MANAGEMENT L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
Name XX PLAIN STAMPED COPY
Availability 4/27/99 CERTIFICATE OF GOOD STANDING

Document CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

Name	XX
Availability	4/27/99
Document	CONTACT PERSON: Angie Glisar
Examiner	DCC
Plaintiff	
Defendant	
Witness	
Notary	
W. P. Verifier	DCC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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5 pages

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

PENN PHOENIX MANAGEMENT L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 533 Indian Harbor Road, Vero Beach, Florida 32963.

ARTICLE III. DURATION

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 533 Indian Harbor Road, Vero Beach, Florida, 32963 and the name of the initial registered agent of the corporation at that address is Barbara D. Todd.

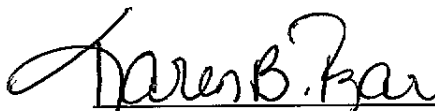
ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Member: Barbara D. Todd	533 Indian Harbor Road Vero Beach, Florida 32963
Member: James Reiner	5 Alvord Road Morristown, New Jersey 07960
Member: Richard Reiner	57 Briarcliff Road Mountain Lakes, New Jersey 07046

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TALLAHASSEE, FLORIDA

The undersigned authorized representative of a member of
PENN PHOENIX MANAGEMENT L.L.C. hereby executes these articles of
organization on this 27th Day of April 1999.



BY: Its Agent, Karen B. Rozar
as its agent as authorized
representative of
PENN PHOENIX MANAGEMENT L.L.C.

agl

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TALLAHASSEE, FLORIDA

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**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 the limited liability company is: Penn Phoenix
Management LLC

2. The name and the Florida street address of the registered agent are:

Barbara D Todd
NAME
533 Indian Harbor Rd
Florida street address (P. O. Box NOT ACCEPTABLE)
Vero Beach FL 32963
CITY, STATE AND ZIP

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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.

Barbara D Todd
SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Penn Phoenix Management LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ _____
- 5) the total amounts of 2, 3 and 4 is \$ 100

Barbara D Todd

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.)

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