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May 18, 1999

00789-02688-00524-00071
Total?

W99-12511

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: BENDER-NPR, LLC

800002882688--3
-05/21/99--01086--002
*****285.00 *****285.00

Dear Sir/Madam:

Enclosed are an original plus one copy of Articles of Organization of Bender-NPR, LLC. Also enclosed are a check in the sum of \$285.00 for the filing fee and a stamped, self-addressed envelope for return of a conformed copy.

Thank you.

Very truly yours,

Gloria L. Latoski

Gloria L. Latoski
Legal Assistant

/gl
Enclosures

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -9 AM 8:28



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 27, 1999

GLORIDA L. LATOSKI
ICARDI & ICARDI, P.A.
POST OFFICE BOX 1656
MAITLAND, FL 32794-1656

SUBJECT: BENDER-NPR, LLC
Ref. Number: W99000012511

We have received your document for BENDER-NPR, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

Please correct the total amount contributed and anticipated to be contributed on the Affidavit. According to the amount listed in #3 of the Affidavit, the total should be \$2,005,000.00.,

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: 199A00029399

ARTICLES OF ORGANIZATION
OF
BENDER-NPR, LLC

FILED
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DIVISION OF CORPORATIONS
99 JUN -9 AM 8:28

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purposes of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME.

The name of the Limited Liability Company is: BENDER-NPR, LLC.

2. PERIOD OF DURATION.

The period of duration of the Limited Liability Company shall be from the date of filing until the first to occur of the following:

(i) Thirty (30) years from the date of filing of these Articles of Organization with the Department of State, or

(ii) Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

3. PURPOSE.

The purpose for which the Limited Liability Company is organized is to engage in any and all business and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

4. ADDRESS OF PLACE OF BUSINESS AND MAILING ADDRESS OF BUSINESS.

The address of the place of business in Florida for the Limited Liability Company is: 9 Smithfield Lane, Florham, NJ 07932. The mailing address of the business in Florida for the Limited Liability Company is: 9 Smithfield Lane, Florham, NJ 07932.

5. REGISTERED AGENT.

The name and address of the initial registered agent in Florida for the Limited Liability Company is: Jeffrey A. Icardi, 237 Lookout Place, Suite 100, Maitland, Florida 32751.

6. CAPITAL CONTRIBUTIONS.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Limited Liability Company is as follows: real property is being contributed to the Limited Liability Company in the agreed value of \$2,005,000.00.

7. ADDITIONAL CONTRIBUTIONS.

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events of happening which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the Limited Liability Company.

8. ADDITIONAL MEMBERS.

Members may admit additional members upon unanimous agreement of the existing members.

9. CONTINUITY OF BUSINESS.

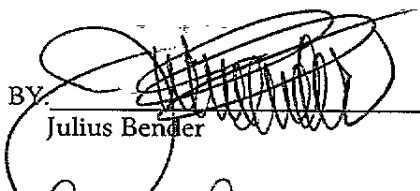
Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the consent of all the remaining members of the Limited Liability Company.

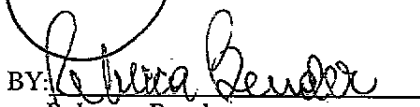
10. MANAGEMENT.

The Limited Liability Company is to be managed by the members. Names and addresses of such members are as follows:

1. Julius Bender
9 Smithfield Lane
Florham, NJ 07932.
2. Rebecca Bender
9 Smithfield Lane
Florham, NJ 07932.

Executed at Florham, MORRIS County, New Jersey, on the 12 day of May 1999.

BY: 
Julius Bender

BY: 
Rebecca Bender

STATE OF NEW JERSEY
COUNTY OF MORRIS

ON THIS, the 12th day of May 1999, before me personally appeared Julius Bender and Rebecca Bender, members of BENDER-NPR, LLC, a Florida Limited Liability Company to be formed, to me known to be the person who executed the foregoing, and acknowledged before me that he executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.


NOTARY PUBLIC

My Commission Expires: 2/26/2002

DENISE D. OVERTON
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 2/26/2002

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BENDER-NPR, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes, Section 608.415 and is herewith simultaneously designated as registered agent by BENDER-NPR, LLC.

Executed this 12 day of ^{MAY}~~April~~ 1999.

BY: 

Jeffrey A. Icardi,
Registered Agent

FOR THE LIMITED LIABILITY COMPANY:

BY: 

Julius Bender

BY: 

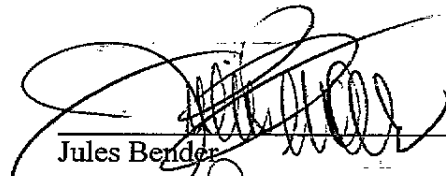
Rebecca Bender


AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members of BENDER-NPR, LLC certify:

1. The above named limited liability company has at least two members;
 2. The Total amount of cash contributed by the members is \$0.00;
 3. If any, the agreed value of property other than cash contributed by the member(s) is * \$2,005,000.00;
- and
4. The total amount of cash and property contributed and anticipated to be contributed by members is \$2,005,000.00

MEMBERS


Jules Bender


Rebecca Bender

Sworn to and subscribed MAY
before me this 12 day of April 1999,
by Jules Bender and Rebecca Bender,
Members.

Personally Known ✓ Or Produced Identification _____


NOTARY PUBLIC

My Commission Expires: 2/26/2002

DENISE D. OVERTON
* NOTARY PUBLIC OF NEW JERSEY
Commission Expires 2/26/2002

* Said property being commercial property located at 6926 Little Road,
New Port Richey, Florida.