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ACCOUNT NO. : 072100000032
REFERENCE : 276051 95101A
AUTHORIZATION : Patricia Pizito
COST LIMIT : \$ 337.50

ORDER DATE : June 16, 1999

ORDER TIME : 10:24 AM

ORDER NO. : 276051-005

400002906394--4

CUSTOMER NO: 95101A

CUSTOMER: Ms. Vangie Espino-reynolds
SALLEY FEINBERG & HAMES, P.A.
SALLEY FEINBERG & HAMES, P.A.
P. O. Box 3829

Orlando, FL 32802-3829

DOMESTIC FILING

NAME: PLM ASSOCIATES, LLC.

~~FILE 1ST~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
Name 6/16/99 PLAIN STAMPED COPY
Availability XX CERTIFICATE OF GOOD STANDING

Document CONTACT PERSON: Jeanine Reynolds
Examiner DCC

EXAMINER'S INITIALS:

Updater DCC

Modifier verifier DCC

Acknowledgement DCC

W. P. Verifier DCC

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUN 16 AM 11:27

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

PLM ASSOCIATES, LLC,
a Florida limited liability company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a limited liability company pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Organization, and does hereby agree and certify as follows:

ARTICLE ONE - NAME

The name of the limited liability company shall be PLM ASSOCIATES, LLC (the "Company").

ARTICLE TWO - COMMENCEMENT OF EXISTENCE

This Company shall commence existence on the date these Articles of Organization are accepted and filed with the Florida Department of State and shall continue until December 31, 2048, unless terminated earlier in accordance with the Regulations of the Company. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, the remaining Members may continue the business of the Company upon written consent of the remaining members.

ARTICLE THREE - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office, mailing address, and street address of the Company shall be located at 1700 Market Street, Suite 2600, Philadelphia, Pennsylvania 19103.

ARTICLE FOUR - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Company shall be located at 1201 Hays Street, Tallahassee, Florida 32301 and the initial registered agent of the Company at that address shall be CORPORATION SERVICE COMPANY. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment to these Articles of Organization.

This document was prepared by:
Russell P. Hintze, Esq.
Florida Bar No. 0716839
Post Office Box 3829
Orlando, Florida 32802-3829
Telephone (407) 426-2360

ARTICLE FIVE - PURPOSES AND GENERAL POWERS

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses 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.

ARTICLE SIX - ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit additional Members only upon the unanimous approval of then existing Members.

ARTICLE SEVEN - MANAGEMENT

The Company shall be managed by at least one (1) manager ("Manager"). The number of Managers may be increased as provided in the Regulations of the Limited Liability Company. The name and address of the Manager of the Limited Liability Company is:

Stephen B. Klein
217 Delancey Street
Philadelphia, Pennsylvania 19103

ARTICLE EIGHT - AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the Members is subject to this reservation, which amendment or repeal shall only be effectuated by the unanimous written approval of all Members of the Company.

ARTICLE NINE - ADOPTION OF REGULATIONS

The Company shall adopt Regulations for the Company, which Regulations may contain any provisions for the regulation and management of the business and affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608 of the Florida Statutes.

ARTICLE TEN - HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the

various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned Member does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets its hand and seal this 14th day of JUNE, 1999.

PLM ASSOCIATES, LLC

By: James J. Tomaino
JAMES J. TOMAINO, Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MEMBER AFFIDAVIT

STATE OF PENNSYLVANIA
COUNTY OF PHILADELPHIA

BEFORE ME, the undersigned authority duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JAMES J. TOMAINO (the "Affiant"), who after first being duly sworn, depose, stated and certified the following:

1. That Affiant is a member of PLM ASSOCIATES, LLC, a to-be-formed Florida limited liability company (the "Company").

2. That the Company has at least one (1) Member.

3. That the Affiant, in connection with the filing of the Articles of Organization of the Company, hereby states and declares that to the best knowledge of Affiant, the amount of the capital contributions of the Members and the anticipated amount of the capital contributions of the Members are as follows:

<u>Member</u>	<u>Amount of Capital Contributions</u>
Stephen Klein	\$99.00
James J. Tomaino	\$1.00

No property is being contributed.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

James J. Tomaino
JAMES J. TOMAINO

The foregoing instrument was acknowledged before me this 4TH day of JUNE, 1999 by JAMES J. TOMAINO who is personally known to me or who did produce _____ as identification.

Gail A. Ford

Notary Public
Name and Seal

GAIL A. FORD

NOTARIAL SEAL
GAIL A. FORD, Notary Public
City of Philadelphia, Phila. County
My Commission Expires Aug. 12, 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT CERTIFICATE OF ACCEPTANCE

In compliance with Section 608.407(1)(d), Florida Statutes, the following is submitted:

PLM ASSOCIATES, LLC (the "Company") desiring to organize as a domestic limited liability company or qualify under the laws of the State of Florida has named and designated CORPORATION SERVICE COMPANY as its Registered Agent to accept service of process within the State of Florida with its registered office located at 1201 Hays Street, Tallahassee, Florida 32301.

ACCEPTANCE

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of that position as set forth in Chapter 608, Florida Statutes, as the same may apply to the Company.

Dated this 16th day of June, 1999.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Name: _____
Title: Laura R. Dunlap
as its agent

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