

L990000004360

LAW OFFICES
KOEPEL, GOTTLIEB, MESCHES, HERZFELD & RUBIN

ESPERANTÉ BUILDING
222 LAKEVIEW AVENUE
SUITE 260
WEST PALM BEACH, FLORIDA 33401-6146

TELECOPIER (561) 659-5399

Litigation Department:
LARRY M. MESCHES, P.A.
C. Laura Hollywood, Paralegal/Investigator

TELEPHONE (561) 659-4020
EMAIL: LIT_KGMHR@COMPUSERVE.COM

July 12, 1999

BY FEDERAL EXPRESS

STATE OF FLORIDA
Department of State
Division of Corporations - New Filing Section
409 East Gaines Street
Tallahassee, FL 32399

300002930093--3
-07/13/99-01058-013
***296.25 ***293.75

Re: Limited Liability Company
STERLING INTERNATIONAL REALTY, L. L. C.

Gentlemen/Ladies:

I have enclosed one (1) original and one (1) photocopy of Articles of Organization for STERLING INTERNATIONAL REALTY, L. L. C. along with our firm check in the amount of \$296.26, representing the filing fee, along with \$8.75 for a Certificate of Status. Please file the original and return the photocopy stamped by your office and the Certificate of Status in the enclosed pre-addressed, stamped envelope.

If you have any questions please do not hesitate to contact the undersigned. Thank you very much.

Sincerely,

KOEPEL, GOTTLIEB, MESCHES,
HERZFELD & RUBIN

By: 
C. Laura Hollywood, Paralegal

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 JUL 13 PM 3:36
mtu
7/19

C:\OFFICE\WPWIN\WPDOCS\JP\KRUSHINSKI-SOS XMTL LTR

SPECIALLY AFFILIATED FIRMS

HERZFELD & RUBIN
SUITE 1501, 801 BRICKELL AVE.
MIAMI, FLORIDA

HERZFELD & RUBIN, P. C.
40 WALL STREET
NEW YORK, NEW YORK

HERZFELD & RUBIN
1925 CENTURY PARK EAST
LOS ANGELES, CALIFORNIA

HERZFELD & RUBIN
4th FLOOR, 625 THE CITY DRIVE
ORANGE, CALIFORNIA

HERZFELD & RUBIN
SUITE 102
5310 N. W. 33rd AVE
FT. LAUDERDALE, FLORIDA

BARR, MURMAN, TONELLI
HERZFELD & RUBIN
SUITE 901, 201 E. KENNEDY BLVD.
TAMPA, FLORIDA

DECICCIO, HERZFELD & RUBIN
652 W. MORSE BOULEVARD
WINTER PARK, FLORIDA

BULLOCK, CHILDS, PENDLEY
REED, HERZFELD & RUBIN
SUITE 711, 233 E. BAY STREET
JACKSONVILLE, FLORIDA

CHASE, KURSHAN, SUHR, WEIDENFELD
HERZFELD & RUBIN, L. L. C.
ONE RIVERFRONT PLAZA, SUITE 500
NEWARK, NEW JERSEY

OFFICES ALSO:
BUCHAREST, ROMANIA & DÜSSELDORF, GERMANY

ARTICLES OF ORGANIZATION
of
STERLING INTERNATIONAL REALTY, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **STERLING INTERNATIONAL REALTY, L.L.C.** ("Company").

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III - ADDRESS

The mailing address and street address of the principal office of the Company shall be:

324 Royal Palm Way - #204
Palm Beach, Florida 33480

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is:

Joel P. Koeppe
222 Lakeview Avenue, Suite 260
West Palm Beach, Florida 33401

ARTICLE V - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

PREPARED BY:
Joel P. Koeppe, Esq.
KOEPEL, GOTTLIEB, MESCHES,
HERZFELD & RUBIN
222 Lakeview Avenue, Suite 260
West Palm Beach, FL 33401
FL Bar No.: 137756
(561)659-4020

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 13 PM 3:39

ARTICLE VI - DEATH, ETC. OF MEMBER

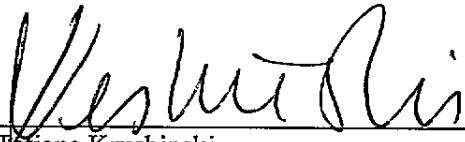
Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless all of the remaining members unanimously consent to the continuation of the Company.

ARTICLE VII - MANAGEMENT

The Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) until the first annual meeting of members or until their successor(s) is/are elected and qualify is/are:

Tatjana Krushinski
324 Royal Palm Way - #204
Palm Beach, Florida 33480

These Articles of Organization have been executed by the undersigned member(s) of the Company or the undersigned authorized representative of a member of the Company this 8th day of July, 1999.



Tatjana Krushinski

99 JUL 13 PM 3:36

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of **STERLING INTERNATIONAL REALTY, L.L.C.**, certifies:

1. The above-named limited liability company has at least one member.
2. The total amount of cash contributed by the member(s) is \$100.00.
3. The agreed value of property, if any, other than cash contributed by member(s) is \$0.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$100.00.
This total includes amounts from 2 and 3 above.

The undersigned acknowledges that the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Dated: July 8, 1999


TATJANA KRUSHINSKI

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 8 day of July, 1999, by TATJANA KRUSHINSKI, who is personally known to me [yes] [no]; or who has produced _____ as identification.

(NOTARY SEAL)

Sign Name: _____
Print Name: _____


Notary Public

My commission expires: _____

My commission number is: _____



Joel P. Koepfel
Commission # CC 789236
Expires DEC. 20, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

99 JUL 13 PM 3:36

FILED
SECRETARY OF STATE
DIVISION OF RECORDS

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **STERLING INTERNATIONAL REALTY, L.L.C.** certifies: as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

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

Joel P. Koeppel
222 Lakeview Avenue, Suite 260
West Palm Beach, Florida 33401


Joel P. Koeppel, Registered Agent

99 JUL 13 PM 3:36

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS