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BENDER BENDER & CHANDLER, L.L.C.
ATTORNEYS AT LAW
581 PINEAPPLE DRIVE, SUITE 302
CORAL GABLES, FLORIDA 33136
(305) 662-8000
TELEFAX NO. 662-4462

1011 MAIN STREET, SUITE 302
SARASOTA, FLORIDA 34236
(941) 951-1503
TELEFAX NO. 951-1309

HARRY K. BENDER
GEORGE C. BENDER
JAMES R. CHANDLER, III

Sarasota

June 10, 1999

Secretary of State
Division of Corporations
P.O. Box 6827
Tallahassee FL 32314

Re: Articles of Organization

Ladies and Gentlemen:

Enclosed is our check in the amount of \$250.00 for the filing of the Articles of Organization for W.S.on Sobe, LLC. Please file these Articles at your earliest possible convenience. Enclosed also is a self-addressed, stamped envelope for your use. If you have any questions, please feel free to call us at the above Sarasota office number.

Sincerely yours,

James R. Chandler, III

JRC/ps

Enclosures

299-4734

Name	OK 83
Availability	
Document Examiner	OK
Updater	OK
Updater Verifier	OK
Acknowledgment	OK
W. S. Verifier	OK

FILED
99 AUG -2 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FF \$285.00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 17, 1999

JAMES CHANDLER, III
BENDER, BENDER & CHANDLER, P.A.
1819 MAIN STREET, SUITE 302
SARASOTA, FL 34236

SUBJECT: W.S. ON SOBE, LLC
Ref. Number: W99000014185

We have received your document for W.S. ON SOBE, LLC and check(s) totaling \$250.00 of which \$250.00 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$35.00 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 199A00032611

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TALLAHASSEE, FLORIDA

BENDER, BENDER & CHANDLER, P. A.

ATTORNEYS AT LAW

5915 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33146
(305) 662-1133
TELEFAX NO. 662-4462

1819 MAIN STREET, SUITE 302
SARASOTA, FLORIDA 34236
(941) 951-1503
TELEFAX NO. 951-1309

HARRY K. BENDER
GEORGE C. BENDER
JAMES R. CHANDLER, III

Sarasota

REPLY TO: _____

June 11, 1999

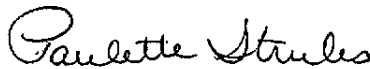
Secretary of State
Division of Corporations
P.O. Box 6827
Tallahassee FL 32314

Re: Articles of Organization for W.S. on Sobe

Ladies and Gentlemen:

On June 10, 1999 I mailed you a letter in which our office requested to file Articles of Organization for the above captioned account. Also mailed to you were the Articles for W.S. on Sobe. I mistakenly forgot to include the check. Enclosed here is our check number 1206 in the amount of \$250.00 for the filing of the Articles of Organization for W.S. on Sobe. If you have any questions regarding this, please call me at the above Sarasota office number.

Sincerely yours,



Paulette Strules
Assistant to Mr. Chandler

Enclosure

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF W.S.On Sobe, LLC

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I Name:

The name of the limited liability company (hereinafter referred to as the Company) is W.S.On Sobe, LLC.

ARTICLE II Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
One Executive Boulevard, Yonkers, NY 10701.

ARTICLE III Duration:

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

ARTICLE IV Registered Agent

The name and address of the registered agent of the Company is:
James R. Chandler, III
1834 Main Street
Sarasota FL 34236

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TALLAHASSEE FLORIDA

ARTICLE V Management:

The Company is to be managed by a manager or managers and the name and address of the initial manager is: Warren Schaeffer, One Executive Boulevard, Yonkers, NY 10701.

The number of managers shall be established by the members and the members shall, on a not less than annual basis elect the manager or managers responsible for the management of the company.

ARTICLE VI Admission of Additional Members:

The initial member of the company is Warren Schaeffer whose address is as stated in Article IV. The members of the company shall have the right to admit additional members by majority vote.

ARTICLE VII 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: as established by the regulations of the company.

ARTICLE VIII Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE IX Purpose

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

ARTICLE X Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of W.S. On Sobe, LLC 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 \$1500.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is (A description of the property attached and made a part hereto); and Not Applicable ;
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is Not more than \$9,999,999.00.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 10th day of June, 1999.


Signature of an authorized representative of a member executing the Articles of Organization.

James R. Chandler, III

Typed or printed name of signer

(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.)

Certificate of Designation Registered Agent/Office

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Date

June 10th 1999


James R. Chandler, III
Registered Agent

Bender, Bender & Chandler, P.A.
1834 Main Street
Sarasota FL 34236
(941)951-1503
(941)951-1309 (fax)

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