

CAPITAL CONNECTION, INC

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8063 • Fax (850) 224-1222

L9900000 5057

Two Twenty Eight, L.L.C.

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****337.50 ****337.50

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

69 AUG 19 AM 11:17
SECRETARY OF CORPORATIONS
DIVISION OF REGISTRATIONS

(6)
(H)

AK
8/16/99

Signature

Requested by: CS 8/11 9:35
 Name Date Time

Walk-In _____ Will Pick Up _____

RECEIVED
SECRETARY OF CORPORATIONS
DIVISION OF REGISTRATIONS
AUG 19 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 11, 1999

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: TWO TWENTY EIGHT, L.L.C.
Ref. Number: W99000018585

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 AUG 16 AM 11:17

We have received your document for TWO TWENTY EIGHT, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$337.50 filing fee.

In addition to the Articles of Organization, you must submit a signed AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS. You may use the attached form.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 199A00040523

RECEIVED
99 AUG 16 AM 10:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
TWO TWENTY EIGHT, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 16 AM 11:17

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 TWO TWENTY EIGHT, L.L.C. (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be 225 NE 34th Street, Miami, FL 33137.

ARTICLE III - 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 IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Miami Center Registered Agents, 201 South Biscayne Boulevard, 17th Floor, Miami, Florida 33131.

ARTICLE V - MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

ARTICLE VI - TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining member(s), provided there is at least one remaining member.

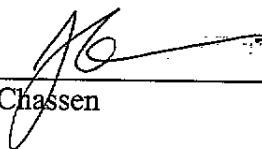
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 15 AM 11:17

ARTICLE VII - MANAGEMENT

The Company shall be managed by the members in accordance with regulations separately adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and address of the members of the Company are:

<u>Name</u>	<u>Address</u>
Charles Leoni, as Trustee of the Charles Leoni Intervivos Revocable Trust	225 N.E. 34th Street Miami, FL 33137
Douglas S. Leoni	225 N.E. 34th Street Miami, FL 33137

IN WITNESS WHEREOF, the undersigned representative has made and subscribed these articles of organization at Miami, Florida, on this 3rd day of August, 1998.



Jon Chassen

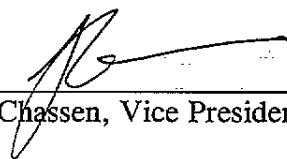
ACCEPTANCE OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 16 AM 11:17

The undersigned, being the person named in the Articles of Organization of TWO TWENTY EIGHT, L.L.C. 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 its duties, and is familiar with and accepts the obligations of the position of registered agent.

MIAMI CENTER REGISTERED AGENTS, INC.

By: _____


Jon Chassen, Vice President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 16 AM 11:17

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF
TWO TWENTY EIGHT, L.L.C.**

The undersigned member of TWO TWENTY EIGHT, L.L.C., deposes and says:

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

Dated: 8/12, 1999

CHARLES LEONI INTERVIVOS REVOCABLE TRUST


Charles Leoni, Trustee

New Hampshire
STATE OF FLORIDA)
Carroll) SS
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 12 day of August, 1999, by Charles Leoni as member of TWO TWENTY EIGHT L.L.C., who is personally known to me, and who did (did-not) take an oath.


Notary Public, Commission No.

Sandra L. Thibodeau
Name of Notary typed, printed or stamped

SANDRA L. THIBODEAU, Notary Public
My Commission Expires February 14, 2001