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LAW OFFICES  
MITRANI, RYNOR, ADAMSKY, MACAULAY & ZORRILLA, P.A.

2200 SUNTRUST INTERNATIONAL CENTER  
ONE SOUTHEAST THIRD AVENUE  
MIAMI, FLORIDA 33131

TELEPHONE (305) 358-0050  
TELECOPIER (305) 358-0550

August 16, 1999

**By UPS**

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

**KOSHERFINDER, LLC**

Ladies and Gentlemen:

Enclosed for filing with the Division of Corporations are the Articles of Organization (including the Affidavit of Member and Designation of Registered Agent) for the above-captioned company. Also enclosed is a check in the amount of \$337.50, payable to the Florida Secretary of State, to cover the following required fees:

|                              |          |
|------------------------------|----------|
| Articles of Organization     | \$250.00 |
| Registered Agent Designation | 35.00    |
| Certified Copy               | 52.50    |

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-08/17/99--01042--005  
\*\*\*337.50 \*\*\*337.50

Please return the certified copy to me in the enclosed prepaid UPS envelope.

Sincerely,

*Robert B. Macaulay*  
Robert B. Macaulay

RBM:haw

Enclosures

cc: Jacob J. Givner

**ARTICLES OF ORGANIZATION  
OF  
KOSHERFINDER, LLC**

**ARTICLE I  
NAME**

The name of this Limited Liability Company is Kosherfinder, LLC (the "Company").

**ARTICLE II  
DURATION AND COMMENCEMENT OF EXISTENCE**

The duration of the Company shall be perpetual.

**ARTICLE III  
BUSINESS ADDRESS**

The mailing and street address of the principal office of the Company is One Southeast Third Avenue, Suite 2200, Miami, Florida 33131.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the Company shall be One Southeast Third Avenue, Suite 2200, Miami, Florida 33131, and the initial registered agent of the Company is Robert B. Macaulay, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

**ARTICLE V  
ADMISSION OF NEW MEMBERS**

The admission of new Members shall be as provided in the Company's Regulations.

**ARTICLE VI  
RIGHT TO CONTINUE BUSINESS**

The remaining Members of the Company shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company.

**ARTICLE VII**  
**MANAGEMENT**

The Company shall be managed by one Manager. The initial Manager, who shall serve until the first annual meeting of Members or until his successor is duly elected and qualified, is:

Jacob J. Givner  
One Southeast Third Avenue, Suite 2200  
Miami, Florida 33131

**ARTICLE VIII**  
**INDEMNIFICATION**

The Company may indemnify, to the full extent permitted by law, any person who is the proper subject of indemnification.

Date: August 13, 1999

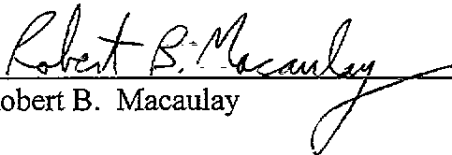
  
\_\_\_\_\_  
Jacob J. Givner

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### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Kosherfinder, LLC, at the place designated in the Articles of Organization, Robert B. Macaulay is familiar with and accepts the obligations of that position, and agrees to act in that capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: August 13, 1999

  
Robert B. Macaulay

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CLERK

**AFFIDAVIT OF MEMBER**

STATE OF FLORIDA                     )  
   )SS:  
COUNTY OF MIAMI-DADE            )


The undersigned affiant, being a Member of Kosherfinder, LLC, a Florida limited liability company (the "Company"), hereby deposes and says:

1. Affiant is a Member of the Company;
2. The Company has at least two Members; and
3. The amount contributed by the Members is as follows:

| <u>Name of Member</u> | <u>Amount Contributed</u> |
|-----------------------|---------------------------|
| Jacob J. Givner       | \$570                     |
| Annette S. Posner     | \$10                      |
| Ilan Sredni           | \$100                     |

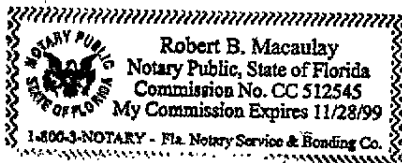
Additional amounts may be contributed by the Members.

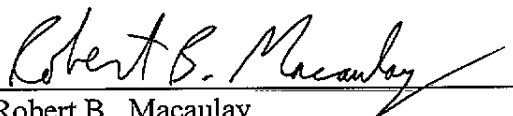
FURTHER AFFIANT SAYETH NOT.

  
\_\_\_\_\_  
Jacob J. Givner

BEFORE ME, personally appeared Jacob J. Givner, to me personally known, who acknowledged to me that he executed the foregoing Affidavit on behalf of Kosherfinder, LLC.

WITNESS my hand and official seal this 13<sup>th</sup> day of August, 1999.



  
\_\_\_\_\_  
Robert B. Macaulay  
Notary Public, State of Florida at Large

My Commission Expires:

Nov. 3, 1999

[Notarial Seal]