

**CORPORATE
ACCESS,
INC.**

L990000006058

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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SPECIAL INSTRUCTIONS

Name	MJH
Availability	
Document	
Examiner	
Updater	
Updater	
Verifier	
Acknowledgement	
W. P. Verifier	

RECEIVED
99 SEP 23 AM 11: 4
DEPARTMENT OF STATE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FL 32303



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 23, 1999

CORPORATE ACCESS, INC.

Corrected 9/24

SUBJECT: 616 COLLINS AVENUE, L.L.C.
Ref. Number: W99000022019

We have received your document for 616 COLLINS AVENUE, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be titled "ARTICLES OF ORGANIZATION", also, you must complete the Affidavit, put a total in number 5.,

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

RECEIVED
99 SEP 24 AM 9:43
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 24, 1999

CORPORATE ACCESS, INC.

SUBJECT: 616 COLLINS AVENUE, L.L.C.
Ref. Number: W99000022019

We have received your document for 616 COLLINS AVENUE, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Throughout the document, you refer to the Articles as "Articles of Association", please correct to read "Articles of Organization", also throughout the document you refer to the company as a "Corporation", please correct to read "Company", also, the total for number 5 of the Affidavit should be \$1,000 not \$0, according to the amounts listed in 2, 3 & 4, please correct.,

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 899A00046672

ARTICLES OF ORGANIZATION

OF

616 COLLINS ASSOCIATES, L.L.C.

The undersigned subscribers to these Articles of Organization natural persons competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the company shall be:

616 COLLINS ASSOCIATES, L.L.C.

and mailing address

The principal place of business/of this company shall be at 616 Collins Avenue, Miami Beach, Florida 33139.

ARTICLE II. NATURE OF BUSINESS

This company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. TERM OF EXISTENCE

The duration of the company shall be 29 years, or a lesser time if so desired by a majority of its members.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the company shall be 555 N.E. 15th Street, Suite 100, Miami, Florida 33132 and the name of the initial registered agent of the company at that address is LOUIS ZARETSKY.

ARTICLE V. INITIAL CONTRIBUTIONS

This company shall have an initial contribution to capital of \$1000.00.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 AM 10:44

ARTICLE VI. ADDITIONAL CONTRIBUTIONS

All members may be required to make additional contributions if, the managers of the company find that the company requires additional capital in which to operate the company or to preserve its assets.

ARTICLE VII. MANAGERS

This company shall have one manager. The name and street address of the initial manager who shall hold office for the first year of the company, or until their successors are elected or appointed is:

BEN ASHKENAZY 433 Fifth Avenue, Suite 200, New York, NY
10016

Said managers shall operate the company on a day to day basis, and are granted all powers under Chapter 608, Florida Statutes (1991), as amended.

ARTICLE VIII. ADMISSION OF NEW MEMBERS

New members may be admitted only on written approval of each and every member of the company (unanimous consent).

ARTICLE IX. MEMBERS

BEN ASHKENAZY

ARTICLE X. RIGHT OF CONTINUANCE

The members are hereby granted the right to continue the operation of the company in the event that one or more of its members dies, retires, resigns, is expelled, becomes bankrupt, the dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the company.

ARTICLE XI. POWERS

The managers are hereby granted all powers consistent with Chapter 608, Florida Statutes, as amended.

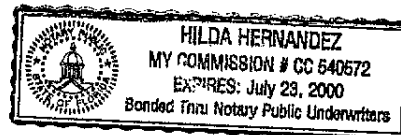
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 21 day of September, 1999.

By: [Signature]
BEN ASHKENAZY

STATE OF NEW YORK)
COUNTY OF)

The foregoing instrument was acknowledged before me this 21 day of September 1999, by BEN ASHKENAZY who is personally known to me / or produced [Signature], as identification.

[Signature]
Notary Public, State of Florida at Large
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapters 48.091, 608.415 and 608.416, Florida Statutes, the following is submitted, in compliance with said Act:

616 Collins Associates, / ^{L.L.C.} desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at City of Miami, County of Dade, State of Florida, has named LOUIS ZARETSKY, ESQ. located at 555 N.E. 15th Street, Suite 100, Miami, Florida 33132 as its agent to accept service of process within this State.

Manager

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated company, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

LOUIS ZARETSKY

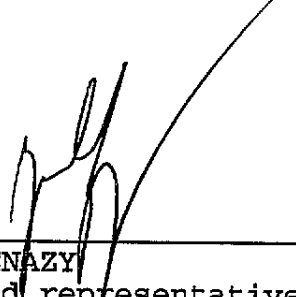
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of 616
L.L.C.
Collins Associates, / deposed and says:

- 1) the above named limited liability company has one member
- 2) the total amount of cash contributed by the member(s) is \$1000.00.
- 3) if any, the agreed value of the property other than cash
contributed by member(s) is None

A description of the property is attached and made a part hereto.

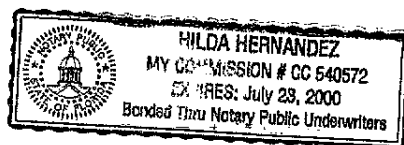
- 4) the amount of cash or property anticipated to be contributed by
member(s) is \$ _____
- 5) the total amounts of 2, 3 and 4 is \$ 1,000.00



BEN ASHKENAZY
Authorized representative

(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.)

Subscribed and sworn to before this 21 day of September,
1999.





Notary Public

My commission expires: