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Charter Number Only

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Requestor's Name PBK

Address

City State ZIP Phone

VALIDATION ONLY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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99 OCT -4 AM 10:04

CORPORATION(S) NAME

Mizner Place LLC

( ) Profit
( ) NonProfit

( ) Amendment

( ) Merger

( ) Foreign

( ) Dissolution

( ) Mark

( ) Limited Partnership
( ) Reinstatement

( ) Annual Report
( ) Reservation

(X) Other LLC
( ) Change of Registered Agent

(X) Certified Copy

( ) Photo Copies

(X) Certificate Under Seal

( ) Call When Ready
(X) Walk In

( ) Will Wait

( ) Call If Problem

(X) Pick Up

( ) After 4:30

( ) Mail Out

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

Cert. copy & CUS

ALAN S. ZANGEN, P.A.
ATTORNEY AT LAW

ALAN S. ZANGEN*

OF COUNSEL
B. CHRISTINE MALMUTH, R.N.
MATTHEW F. LUPARDO+

*MEMBER FLORIDA BAR, NEW YORK BAR AND ILLINOIS BAR
+MEMBER FLORIDA BAR AND NEW YORK BAR

WELLINGTON CORPORATE CENTER
1200 CORPORATE CENTER WAY
SUITE 201
WELLINGTON, FLORIDA 33414

TELEPHONE (561) 793-2400

FACSIMILE (561) 753-9966

September 30, 1999

Florida Secretary of State
Division of Corporations
P. O. Box 6327
The Capitol Building, Room 2001
Tallahassee, FL 32314

Re: Mizner Place LLC

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of the Articles of Organization and Certificate of Registered Agent for the above-referenced Limited Liability Company.

Please note that the effective time and date is 8:00 a.m. on October 1, 1999.

Additionally, enclosed is my trust account check number 1554, in the amount of $160.00 payable to the Florida Department of State, for the filing fees for the Articles of Organization of a Florida Limited Liability Company, broken down as follows:

$100.00 - filing fee for Articles of Organization and Affidavit
$ 25.00 - Designation of Registered Agent
$ 5.00 - Certificate of Status
$ 30.00 - Certified copy of Articles

Please forward the certified copy of the Articles and Certificate of Status to the attention of the undersigned. Thank you for your prompt attention to this matter.

Sincerely,

Alan S. Zangen

ASZ:dz

Enclosures:

Weinstein\Mizner\SecState.ltr

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -4 PM 4:11

ARTICLES OF ORGANIZATION

OF

MIZNER PLACE LLC

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 MIZNER PLACE LLC, (the "Company").

ARTICLE II
PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company shall be 320 S.E. Mizner Boulevard, Suite 1102, Boca Raton, FL 33432.

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 in a manner provided by law, or as provided in the Operating Agreement adopted by the Members.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the state of Florida is NORMAN S. WEINSTEIN, 320 S.E. Mizner Boulevard, Suite 1102, Boca Raton, FL 33432.

ARTICLE V
POWERS

In addition to the powers authorized by the laws of the State of Florida, the Company shall have all powers set forth in the Operating Agreement adopted by the Members.

ARTICLE VI
MEMBERS RIGHT TO CONTINUE BUSINESS

The remaining Members may continue the business of the Company on the death, retirement, resignation, explusion, bankruptcy or dissolution of a member on the occurrence of any other event which terminates the continued Membership of a member in accordance with the Operating Agreement adopted by the Members.

ARTICLE VII
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's interest in the Company may not be sold or otherwise transferred except with the unanimous written consent of all Members or as otherwise set forth in the Operating Agreement of the Company.

ARTICLE VIII
MANAGEMENT

The Company shall be a manager-managed Company, managed by two (2) managers in accordance with the Operating Agreement regulations adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement 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 name and address of the initial managers of the Company are:

Ruckman Properties, Inc.
210 Knickerbocker Road
Cresskill, NJ 07626

Summit Building & Design, Inc.
7522 Wiles Road, Suite 108
Coral Springs, FL 33067

ARTICLE IX
AMENDMENTS

The power to adopt, alter, amend or repeal these Articles of Organization shall be vested in the Members and shall be consistent with the Florida Limited Liability Company Act and the Operating Agreement.

ARTICLE X
EFFECTIVE DATE AND TIME

The effective date and time of the commencement of Company's existence shall be at 8:00 a.m. on October 1, 1999.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Wellington, Florida, on the 1st day of October, 1999.

SUMMIT BUILDING & DESIGN, INC.

By: James Block Pres
JAMES E. BLOCK, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 1st day of October, 1999, by JAMES E. BLOCK, as President of Summit Building & Design, Inc., who is personally known to me.

Deborah L Zeigler
(Notary Signature)

DEBORAH L. ZEIGLER
MY COMMISSION # CC 761478
EXPIRES: July 21, 2002
Bonded Thru Notary Public Underwriters
(Printed Name)

My Commission Expires:

Weinstein\ArticlesLLC

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the limited liability company is MIZNER PLACE LLC

2. The name and address of the registered agent and office is:

Norman S. Weinstein
320 S.E. Mizner Boulevard
Suite 1102
Boca Raton, FL 33432

The undersigned, being the person named in the articles of organization of MIZNER PLACE LLC, 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.

Dated this 27th day of September, 1999.

NORMAN S. WEINSTEIN
Registered Agent

STATE OF New Jersey
COUNTY OF Bergen

Sworn to and subscribed before me this 27th day of September, 1999, by NORMAN S. WEINSTEIN, who is personally known to me.

(Notary Signature)
SANDRA M. SQUILLACE
A Notary Public of New Jersey
My Commission Expires July 9, 2000
(Printed Name)

My Commission Expires: