

Gordon V. Frederick

L99000006436

TELEPHONE (407) 322-3353

September 24 1999

Secretary of State
LLC Division
Thee Capitol
Tallahassee, FL 32390-0250

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-10/04/99--01135--015
***\$675.00 ***\$155.00

Re: Hannah Associates LLC
Manuel Associates LLC

I furnish herewith, for filing pursuant to Chapter 608 Florida Statutes, the following:

Articles of Organization - Hannah Associates LLC
Designation of Resident Agent

Articles of Organization - Manueel Associates LLC
Designation of Resident Agent

Also enclosed find Dr. Jacobson's check No.5197 in the amount of \$675.00 to cover....

Hannah Associates	- Filing Fee -	\$250/00
"	- Resident Agent	\$35.00
"	- Certified Copy	\$52.50
Manuel Associates	- Filing Fee -	\$250/00
"	- Resident Agent	\$35.00
"	- Certified Copy	\$52.50

FILED
OCT 11 PM 5:00

Please route the certified copies and other documents to this office.

Yours very truly,
Gordon V. Frederick
Gordon V. Frederick L99-6436

enclosures
CC:Dr.Jacobson

Name	<i>10-6</i>
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**ARTICLES OF ORGANIZATION
FLORIDA-LIMITED-LIABILITY-COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is Manuel Associates, a Limited Liability Company.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 116 North Park Avenue, Sanford, Florida 32771.

ARTICLE III - Duration:

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

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a member, the name and address of such member who is to serve as manager is Sherwood A. Jacobson, M. D., 328 East 18th Street, New York, New York 10003.

ARTICLE V - Admission of Additional Members

The right is given to the members to admit additional members and the primary terms and conditions of the admissions, which may not be waived, shall be that such member shall be related by consanguinity to Manuel Jacobson and Hannah Jacobson.

ARTICLE VI - Members Rights to Continue Business:

The right 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 unconditional.

FILED
JAN 11 4 51 PM '00

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

Manuel Associates LLC

2. The name and the Florida street address of the registered agent are:

Roland Jernigan
215 East First Street
Sanford, FL 32771

Having been named as a registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Roland Jernigan
215 East First Street Sanford, FL 32771

Filing Fee: \$35 for Designation of Registered Agent

FILED
99 OCT -4 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII -

The undersigned member or authorized representative of a member of Manuel Associates, a Limited Liability Company certifies:

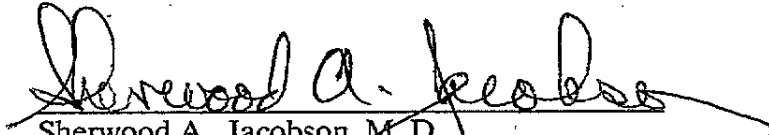
- 1) the above named Limited Liability Company presently has two member, to wit;

Sherwood A. Jacobson, M. D., 328 East 18th Street, New York, New York 10003.



Sherwood A. Jacobson, M. D.
328 East 18th Street
New York, New York 10003.

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.



Sherwood A. Jacobson, M. D.
328 East 18th Street
New York, New York 10003.

FILED
99 OCT -4 PM 5:09
SECRETARY OF STATE
STATE OF FLORIDA