

DEC-26 97 12:27 FROM: XL CORP & RESEARCH 212-431-1441

TO: FLAFAXINC

PAGE: 01

M97000000884

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000021213 8)))

TO: DIVISION OF CORPORATIONS
(850) 922-4000

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH

PHONE: (212) 431-5000

FAX #:

(212) 431-1441

NAME: COMPREHENSIVE PLANNING-GOODMAN, LLC

AUDIT NUMBER.....H97000021213

DOC TYPE.....FOREIGN LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

PAGES.....5

CERT. COPIES.....0

DEL.METHOD... FAX

FST.CHARGE... \$285.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

97 DEC 26 PM 2:14

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

M97-884

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

H97000021213

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS
IN THE STATE OF FLORIDA:

1. COMPREHENSIVE PLANNING-GOODMAN, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

2. New York
(Jurisdiction under the law of which foreign limited liability
company is organized)

3. 11-3240958
(FEI number, if applicable)

4. November 30, 1994
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist
or "perpetual")

6. January 2, 1998
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 16353 Fern Drive
Ft. Lauderdale, FL 33326

(Street address of principal office)

8. List and indicate in the space provided the name, title, and business address of each managing
member[MGRM] or manager[MGR]. It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

SEE ATTACHED RIDER

Filing Fee: \$ 52.50 for Application

H97000021213

BlumbergExcelstor, 62 White St., NY, NY 10013, 212-431-5000

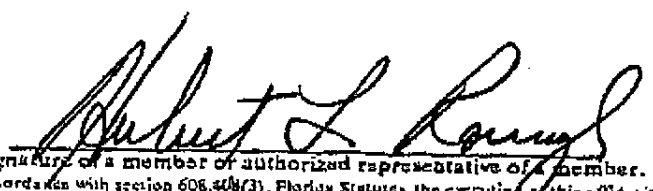
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 PM 2:15

H97000021213

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Comprehensive Planning - Goodman, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 4800 -
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 4800 -. This total includes amounts from 2 and 3 above.


Signature of a member or authorized representative of a member.
(In accordance with section 606.40(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000

97 DEC 26 PM 2:15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H97000021213

FILING FEE: \$ 250 for Articles of Organization and Affidavit

H97000021213

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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: COMPREHENSIVE PLANNING-GOODMAN, LLC

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

Herbert L. Rough

(Name)

16353 Fern Drive

(P.O. Box not acceptable)

Ft. Lauderdale, FL 33326

(City/State/Zip)

Having been named as 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.

Herbert L. Rough
(Signature)

Herbert L. Rough

12-23-97
(Date)

H97000021213

Filing Fee: \$ 35 for Designation of Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 PM 2:15

BlumbergExcelsior, 62 White St, NY, NY 10013, 212-431-5000

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000

H97000021213

DEC-26 97 12:28 FROM:XL CORP & RESEARCH 212-431-1441

TO:FLAFAXINC

PAGE:05

H97000021213

SCHEDULE A

<u>Name & Address of Member</u>	<u>Description of Initial Capital Contribution</u>	<u>Initial Membership Int. & Sharing Ratio</u>
Mark D. Levy 44 Saddle Lane Roslyn Heights, NY 11577	1600 - Cash	33-1/3 %
Herbert L. Rough 16353 Fern Drive Ft. Lauderdale, FL 33326	1600 - cash	33-1/3 %
Philip Goodman 17 South Drive Roslyn, NY 11576	1600 - Cash	33-1/3 %

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000

97 DEC 26 PM 2:15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H97000021213

State of New York
Department of State | **ss:**

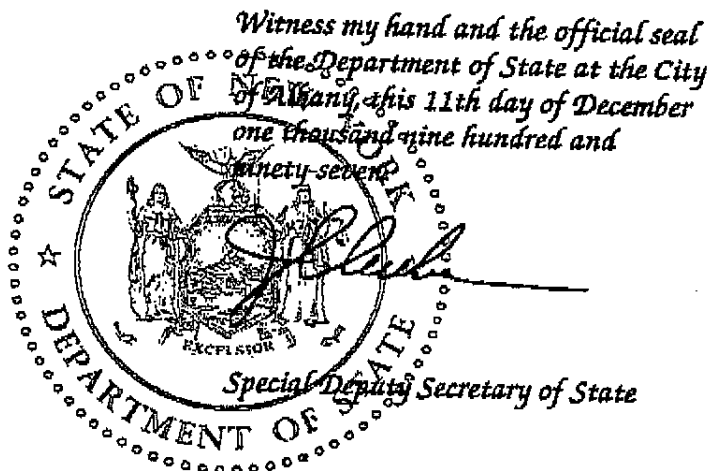
H97000021213

I hereby certify, that COMPREHENSIVE PLANNING - GOODMAN, LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 11/30/1994, and that the limited liability company is subsisting so far as shown by the records of the Department.

A Certificate of Affidavit of Publication of COMPREHENSIVE PLANNING - GOODMAN, LLC was filed on 02/03/1995.

A Certificate of Affidavit of Publication of COMPREHENSIVE PLANNING - GOODMAN, LLC was filed on 02/03/1995.

The limited liability company has filed proofs of publication under section 206 (c) of the Limited Liability Company Law.



199712120302 40

BlumbergExcelsior
62 White ST
NY, NY 10013
212-431-5000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 PM 2:15

H97000021213