

LIMITED LIABILITY COMPANY OPERATING AGREEMENT

OF

1749 NORTH VINE STREET LLC

This Limited Liability Company Operating Agreement (this "Agreement") of 1749 NORTH VINE STREET LLC (the "Company") is made as of this ___ day of June, 2007 by 1749 NORTH VINE STREET HOLDING CO LLC, a Delaware limited liability company, as member (the "Member").

Section 1.10 Management.

(a) Subject to the provisions of Article 4 hereof, all powers of the Company shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the sole and exclusive direction of, the Member acting through officers appointed by the Member (the "Officers"). Without limiting the generality of the foregoing, the Officers shall establish overall policies for the Company, set long-range plans and objectives, approve the hiring and termination of all employees of the Company, set compensation levels for all employees of the Company, approve budgets and business plans for the Company and approve financial commitments by the Company.

(b) The Officers shall be appointed from time to time by the Member and each shall continue to serve until a successor is appointed by the Member and qualified. Each Officer may resign at any time by giving written notice to the Company and the Member and such resignation shall be effective at the time such notice is given or, if a later date is provided in the notice, on such later date. Acceptance of such notice by the Member is not required to make the resignation effective.

(c) Any person or entity dealing with the Company, the Member or any Officer may rely upon a certificate signed by any Officer as to:

- (1) the identity of the Member or any Officer;
- (2) the existence or non-existence of any fact or facts which constitute a condition precedent to acts by an Officer or in any other manner germane to the affairs of the Company;
- (3) the persons who are authorized to execute and deliver any instrument or document on behalf of the Company; or
- (4) any act or failure to act by the Company or as to any other matter whatsoever involving the Company or the Member.

(d) The day-to-day operations of the Company shall be under the control of the Officers. The Officers of the Company, if deemed necessary by the Member, shall include a president, a treasurer and a secretary and such other officers as the Member may from time to time consider appropriate. Such Officers shall exercise such duties as customarily pertain to such offices as determined by the Member.

(e) The Officers of the Company appointed by the Member shall hold office until their successors are chosen by the Member and qualify. Any officer may be

removed at any time by the Member. Any vacancy occurring in any office of the Company shall be filled by the Member.

(f) The initial Officers of the Company are set forth on Schedule A attached hereto, and each shall hold the offices corresponding to each of their respective names.

SCHEDULE A

The initial Officers of the Company are as follows:

Name

Office

Mario J. Palumbo

Vice President