

LO1000014202

John C. Gesch, P. A.
Attorney at Law

JOHN C. GESCH

2365 SOUTH CONGRESS AVENUE
WEST PALM BEACH, FLORIDA 33406-7651
TEL. (561) 964-7400
FAX (561) 964-7504

August 15, 2001

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Attn: New Filings Section

Re: WAVE COP, LLC

Dear Sir/Madam:

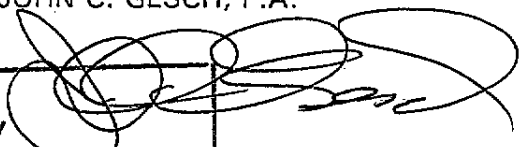
Enclosed herein for filing please find the original and one copy of Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the above-referenced company. I am also enclosing check #8233 in the amount of \$155.00 in payment of filing fees, etc., and one certified copy of Articles.

Thank you for your assistance and cooperation in this regard.

Sincerely,

JOHN C. GESCH, P.A.

000004542950--3
-08/20/01--01117--007
****155.00 ****155.00



Name Availability	
Document	John C. Gesch
Examiner	JCG:lag DCC
Updater	Enclosures pcc cc: Wave Cop, LLC Attn: Andrew J. Gross
Updater Verifyer	DCC
Acknowledgement	DCC
W. P. Verifyer	DCC

FILED
01 AUG 20 PM 4: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LO1000014202

ARTICLES OF ORGANIZATION

OF

WAVE COP, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **WAVE COP, LLC**

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 2337 South Congress Avenue, West Palm Beach, Florida 33406-7651.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are ANDREW J. GROSS, 2337 South Congress Avenue, West Palm Beach, Florida 33406-7651.

01 AUG 20 PM 4: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as follows:

ANDREW J. GROSS	\$ 700.00
RONNI GROSS	\$ 100.00
MICHELE GROSS	\$ 100.00
SHANA GROSS	\$ 100.00

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, 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 may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations 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 manager of the company are ANDREW J. GROSS, 2337 South Congress Avenue, West Palm Beach, Florida 33406-7651.

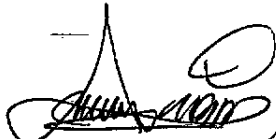
ARTICLE X - OWNERSHIP UNITS

There shall be 100 ownership units, of which 70 units will be owned by ANDREW J. GROSS, 10 units will be owned by RONNI GROSS, 10 units will be owned by MICHELE GROSS and 10 units will be owned by SHANA GROSS.

ARTICLE XI - NO THIRD PARTY RIGHT(S)

The provisions of these Articles are for the exclusive benefit of the members and no other party (including without limitation any creditor of any member) shall have any right or claim against the company.

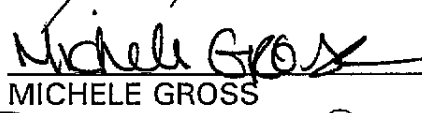
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at West Palm Beach, Palm Beach County, Florida, on August 15, 2001.



ANDREW J. GROSS



RONNI GROSS



MICHELE GROSS




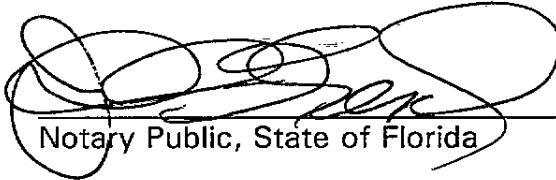
SHANA GROSS

01 AUG 20 PM 4: 19
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

FILED

Sworn or affirmed to and subscribed before me this 15 day of August, 2001, by ANDREW J. GROSS, who () is personally known or () produced _____ as identification, RONNI GROSS, who () is personally known or () produced _____ as identification, MICHELE GROSS, who () is personally known or () produced _____ as identification, and SHANA GROSS, who () is personally known or () produced _____ as identification, ..

 **JOHN C. GESCH**
COMMISSION # CC 707376
EXPIRES JAN 22, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.


Notary Public, State of Florida

CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, WAVE COP, LLC, 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 WAVE COP, LLC.
2. The name and street address of the registered agent in Florida are:

ANDREW J. GROSS
2337 South Congress Avenue
West Palm Beach, Florida 33406-7651

01 AUG 20 PM 4: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned, being the person named in the Articles of Organization of WAVE COP, 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.



ANDREW J. GROSS
Registered Agent