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ELLIS, SPENCER AND BUTLER
ATTORNEYS AT LAW
EMERALD HILLS EXECUTIVE PLAZA I

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CHAPMAN L. SMITH, JR.
JOHN C. PRIMEAU

ABOARD CERTIFIED REAL ESTATE

T. D. ELLIS, JR. (1962)
SHERWOOD SPENCER (1996)
ROBERT B. BUTLER (1997)
W. TINSLEY ELLIS (RETIRED)
WILLIAM S. SPENCER
MARK F. BUTLER
ROBERT PAUL KEELEY

November 6, 1998

VIA FEDERAL EXPRESS

Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

Attn: New Filings

900002683409--4
-11/09/98--01100--004
****285.00 ****285.00

Re: Robinella Company and Design L.L.C.

Dear Sirs:

In connection with the above matter, please find enclosed an original and one (1) copy of articles of organization for filing with your office. Also enclosed is a check payable to Secretary of State in the amount of \$285.00 for filing of the articles of organization and issuance of certificate of good standing. Once the articles of organization have been filed, please forward the certificate of good standing to my office.

If you have any questions, please do not hesitate to call.

Very truly yours,

SIGNED IN HIS ABSENCE
TO EXPEDITE MATTERS

CHAPMAN L. SMITH

Enclosures

Document Number: 58890-1

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TALLAHASSEE, FLORIDA

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Name Availability	12-9
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Acknowledgement	[Signature]
W. P. Verifier	[Signature]



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 10, 1998

CHAPMAN L. SMITH
ELLIS, SPENCER AND BUTLER
4601 SHERIDAN STREET, SUITE 505
HOLLYWOOD, FL 33021-3412

SUBJECT: ROBINELLA COMPANY AND DESIGN L.L.C.
Ref. Number: W98000025355

We have received your document for ROBINELLA COMPANY AND DESIGN L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity cannot include "COMPANY." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 198A00054450

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TALLAHASSEE, FLORIDA

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ROBERT PAUL KEELEY

December 3, 1998

Tammi Cline, Document Specialist
Secretary of State
409 East Gaines Street
Tallahassee, FL 32399


Re: Robinella Design Group, L.L.C.
Your Reference Number: W98000025355
Our File Number: 050930.00001

Dear Ms. Cline:

In connection with the above matter, please find enclosed a copy of your letter dated November 10, 1998 for your reference. Enclosed is an original and one (1) copy of articles of organization for filing with your office. Once the articles of organization have been filed, please forward the certificate of good standing to my office.

If you have any questions, please do not hesitate to call.

Very truly yours,


CHAPMAN L. SMITH

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

FOR

ROBINELLA DESIGN GROUP, L.L.C.,

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company.

ARTICLE I
NAME

The name of this Limited Liability Company is **ROBINELLA DESIGN GROUP, L.L.C.**

ARTICLE II
DURATION/CONTINUATION

The period of this Limited Liability Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

ARTICLE III
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 3020 NE 46th Street, Fort Lauderdale, Florida 33308

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ARTICLE IV
REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office for this company is as follows:

ARNOLD R. MANTILIA
3020 NE 46th Street
Ft. Lauderdale, FL 33308

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ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS
TERMS AND CONDITIONS OF SUCH ADMISSIONS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member.

ARTICLE VI
RIGHT TO CONTINUE BUSINESS

The remaining members may 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.

SECTION VII
MANAGEMENT OF COMPANY

Management of the company is reserved to the Members. The names and addresses of the Managerial Members are:

Arnold R. Mantilia, President
3020 NE 46th Street
Ft. Lauderdale, Florida 33308

Eva A. Mantilia, Secretary and Treasurer
3020 NE 46th Street
Ft. Lauderdale, Florida 33308

ARTICLE VIII
AMENDMENT TO ARTICLES OF ORGANIZATION

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with

Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

ARTICLE IX
REGULATIONS OF COMPANY

The power to adopt, alter, amend or repeal the regulations of the Limited Liability Company shall be vested in the Members unless vested in the Manager(s) of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).

ARTICLE X
INFORMAL ACTION OF MEMBERS

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Manager(s) of the Company as part of its records).

ARTICLE XI
CONTRACTING DEBT

Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the Manager(s) or if managed by the Members, by any Member of this Company, unless otherwise provided herein.

ARTICLE XII
TRANSFERABILITY OF MEMBER'S INTEREST

An interest of a Member of this Limited Liability Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this Limited Liability Company do not approve of such proposed transfer or

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TALLAHASSEE, FLORIDA

assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that Member otherwise would be entitled.

ARTICLE XIII
WITHDRAWAL OR REDUCTION OF MEMBER'S CONTRIBUTIONS TO CAPITAL

A. A Member shall not receive out of the Company property any part of his or its contribution to capital until:

1. all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them;
2. the consent of all Members is obtained, unless the return of the contributions to capital may be rightfully demanded; or
3. these Articles of Organization are canceled or so amended as to set out the withdrawal reduction.

B. A Member shall be entitled to the return of his or its contribution in the manner provided for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal, this ____ day of November, 1998.


ARNOLD R. MANTILIA, PRESIDENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Having been named as Registered Agent and to accept service of process for the above-stated limited liability company, 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.


ARNOLD R. MANTILIA, PRESIDENT

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member and authorized representative of a member of **Robinella Design Group, L.L.C.** deposes and says:

1. The above-named limited liability company has at least two members;
2. The total amount of cash contributed by each member is \$300.0;
3. If any, the agreed value of property other than cash contributed by member(s) is \$ N/A. A description of the property is attached and made a part hereof, if applicable; and
4. The total amount of cash or property anticipated to be contributed by member(s) is \$600.00 this total includes amounts from 2 and 3 above.


ARNOLD R. MANTILIA, Authorized Rep.

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