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January 24, 2000

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

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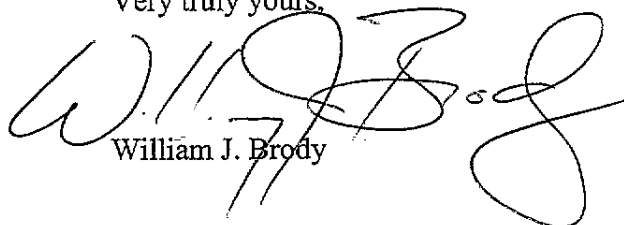
RE: Group D, L.L.C.

Dear Sir or Madam:

Enclosed for filing please find the Articles of Organization for Group D, L.L.C., and Certificate of Designation of Registered Agent/Registered Office. Also enclosed is our firm draft in the amount of \$125 to cover the filing fees.

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

Very truly yours,


William J. Brody

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Name Availability	
Document Examiner	DCC
Updater	WJB/eke DCC
Updater	Enclosure DCC
Verifier	DCC
Acknowledgment	DCC
W. P. Verifier	DCC

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ARTICLES OF ORGANIZATION

**ARTICLES OF ORGANIZATION FOR
GROUP D, L.L.C.**

ARTICLE I – Name:

The name of the Limited Liability Company is:

Group D, L.L.C.

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1710 Middle Gulf Drive
Sanibel Island, FL 33957

ARTICLE III – Duration:

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

ARTICLE IV – Management:

(check and complete the appropriate statement)

☒ The Limited Liability Company is to be managed by a manager or managers and the name and address of such manager who is to serve as manager is:

Theodore Deikel
c/o Family Partners, Ltd.
5354 Parkdale Drive
Suite 310
Minneapolis, MN 55416

Byron Frank
1710 Middle Gulf Drive
Sanibel Island, FL 33957

☐ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

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ARTICLE V – Admissions of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be on the same terms as set forth in the Florida Limited Liability Company Act.

ARTICLE VI – Members Rights to Continue Business:

The right, if given, 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 generally be on the same terms as set forth in the Florida Limited Liability Company Act.



Byron Frank, Member

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED
OFFICE


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 in designating the registered office/registered agent, in the State of Florida.

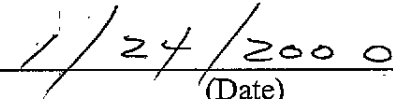
1. The name of the limited liability company is: **Group D, L.L.C.**
2. The name and address of the registered agent and office is:

Byron Frank
1710 Middle Gulf Drive
Sanibel Island, FL 33957

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.



(Signature)



(Date)

FILING FEE: \$35 for Designation of Registered Agent

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