GERALD WEINBERG, P.C.

Attorneys at Law 90 State Street Albany, New York 12207

Gerald Weinberg Lawrence A. Kirsch

Telephone (800) 342-9856 MOMM) --Fax (800) 354-3381

February 25, 2000

Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 600003151006--2 -02/29/00--01022--002 ****125.00 ****125.00

Re: MILLENNIUM SERVICES, LLC

Enclosed herein please find and original and a copy of the Articles of Organization for the above named Domestic Limited Liabiltiy Company. Please file the documents and return to me a stamped filed copy of the Articles. Enclosed please find A check made payable to Florida Department of State in the amount of \$125.00.

Please return proof of filing to this office in the enclosed Federal Express envelope for your convenience.

Thank you for giving this matter your attention.

LAK/ss Enc.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 2, 2000

LAWRENCE A. KIRSCH GERALD WINBERG, P.C. 90 STATE STREET ALBANY, NY 12207

SUBJECT: MILLENNIUM SERVICES, LLC

Ref. Number: W0000005673

We have received your document for MILLENNIUM SERVICES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The enclosed document(s) does/do not meet our filing requirements. Therefore, we are enclosing our appropriate form(s) and/or instructions.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley Document Specialist

Letter Number: 500A00011600

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

MILLENNIUM SERVICES, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 7929 Villa D'Este Way Delray Beach, Florida 33446

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Michael Scheffler 7929 Villa D'Este Way Florida street address (P.O. Box NOT acceptable) FL 33446 Delray Beach City, State, and 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 as provided for in Chapter 608, F.S..

see	attached		
		Registered Agent's Signature	

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

> (An additional article must be added if ah effective date is requested) Signature of a member or an authorized representative of a member.

> > (In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Lawrence A. Kirsch, Authorized representative Typed or printed name of signee

FILING FEES:

\$ 100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

30.00 Certified Copy (OPTIONAL) 5.00 Certificate of Status (OPTIONAL)

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Millennium Services, LLC

2. The name and the Florida street address of the registered agent and office are:

Michael Scheffler 7929 Villa D'Este Way Delray Beach, Florida 33446

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 as provided for in Chapter 608, F.S.

(Signature)