1-000000325



ACCOUNT NO. : 072100000032

REFERENCE: 632776

7208874

AUTHORIZATION :

COST LIMIT: \$ 125

ORDER DATE: March 21, 2000

ORDER TIME : 2:52 PM

400003180494--7

ORDER NO. : 632776-005

CUSTOMER NO: 7208874

CUSTOMER: Mr. Morey A. Ruza MR. MOREY A. RUZA MR. MOREY A. RUZA

9271 N.W. 5th Court

Pompano Beach, FL 33071

DOMESTIC FILING

NAME:

USDA INVESTMENT CORP.

EFFECTIVE DATE:

XX___ ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Christine Lillich EXT. 1109

EXAMINER'S INITIALS:

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

USDA INVESTMENT, LLC

ARTICLE II - Address:

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

9271 NORTHWEST 5TH COURT, POMPANO BEACH, FLORIDA 33071

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

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

 CORPORATION SERVICE COMPANY

 Name
 1201 HAYS STREET

 Florida street address (P.O. Box NOT acceptable)
 32301

 City, State, and Zip
 City, State

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..

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 an 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.)

AUTHORIZED REPRESENTATIVE, LAURA R. DUNLAP

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)

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Services Corporation ("CSC"), a Delaware corporation qualified to 200 business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of USDA INVESTMENT LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this day of MARCh 21 , \$8 2000

WITNESS

David L CARROLL

TYPED OR FRINTED NAME

WITNESS

TYPED OR PRINTED NAME

Morey A Rug

MOREY A. RUZA
TYPED OR PRINTED NAME