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ACCOUNT NO. : 072100000032

REFERENCE : 657174 7210766

AUTHORIZATION : *Patricia Pignato*

COST LIMIT : \$ 125

ORDER DATE : April 10, 2000

ORDER TIME : 2:55 PM

ORDER NO. : 657174-005

900003210499--5

CUSTOMER NO: 7210766

CUSTOMER: Dr. Richard A. Ajayi
DR. RICHARD A. AJAYI
DR. RICHARD A. AJAYI
102 Arrowhead Court

Winter Springs, FL 32708

DOMESTIC FILING

NAME: DALF ETI LIMITED, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

FILED
00 APR 14 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
417

RECEIVED
00 APR 14 PM 4:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

DALF ETI LIMITED, LLC

ARTICLE II - Address:

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

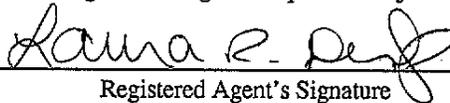
102 ARROWHEAD COURT, WINTER SPRINGS, FLORIDA 32708

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)
TALLAHASSEE FL 32301
City, State, and Zip

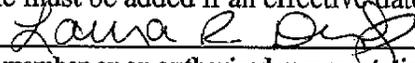
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.


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

FILED
00 APR 14 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

MEMBERS

RICHARD A. AJAYI
102 ARROWHEAD COURT
WINTER SPRINGS, FLORIDA 32708

PRINCE O. ETI
44PH/ABA EXPRESSWAY
PUMUOMASI
PORT HARCOURT, NIGERIA

FILED

00 APR 14 PM 4: 58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do 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 DALF ETI LIMITED, 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 , 2000.

Sandra Hall
WITNESS

Sandra Hall
TYPED OR PRINTED NAME

Ellen C. Lawrence
WITNESS

Ellen C. Lawrence
TYPED OR PRINTED NAME

Richard A. Ajayi
SIGNATURE

RICHARD A. AJAYI
TYPED OR PRINTED NAME

- CRL

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TALLAHASSEE, FLORIDA