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ESTABLISHED 1908

ABRAHAM LOWENHAUPT (1958)
LEONARD J. HOLLAND (1971)
JACOB CHASNOFF (1977)
MAURICE J. FREEMAN (1980)
HENRY C. LOWENHAUPT (1990)
BERNARD MELLITZ (1993)

June 5, 2000

Corporate Division
Florida Secretary of State
P.O. Box 6237
Tallahassee, FL 32314

Re: Predacious, L.L.C.

Dear Madames:

I enclose for filing the Articles of Organization of the above corporation, together with our check in the amount of \$125.00 to cover the costs of your filing fee.

Please cause the same to be filed and return same to us.

If you have any questions or require anything further, please feel free to call me at (314) 241-5950.

Very truly yours,

Virginia L. Courtney
Virginia L. Courtney
Assistant to Peter A. Smith

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***125.00 ***125.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 14 AM 10:24

MJH

/vlc
Enclosures

ARTICLES OF ORGANIZATION
OF
PREDACIOUS, L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 14 AM 10:24

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

The undersigned person of the age of eighteen years or more, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization:

ARTICLE ONE

The name of the limited liability company is Predacious, L.L.C.

ARTICLE TWO

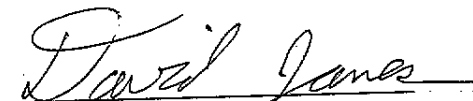
The mailing address and street address of the principal office of the limited liability company is 530 W. 5th Street, #1, Boca Grande, Florida 33921-1610.

ARTICLE THREE

The street address of the limited liability company's registered agent in Florida is 530 W. 5th Street, #1, Boca Grande, Florida 33921-1610, and the name of its registered agent at such address is David Janes.

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 of registered agent as provided for in Chapter 608, Florida Statutes.

Dated: 5-12-00


David Janes

ARTICLE FOUR

The management of the limited liability company is vested in the members.

ARTICLE FIVE

The limited liability company is organized for the purpose of conducting any lawful business or promoting any lawful purpose.

ARTICLE SIX

The duration of the company is perpetual.

ARTICLE SEVEN

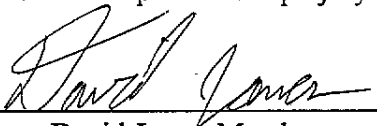
The name and address of the organizer is as follows:

<u>Name</u>	<u>Street</u>	<u>City</u>
David Janes	530 W. 5 th Street, #1	Boca Grande, Florida 33921-1610

ARTICLE EIGHT

For tax purposes, the limited liability company is not considered a corporation.

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.



David Janes, Member