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DONALD J. FREEMAN
ADMITTED: FL & PA
BOARD CERTIFIED CIVIL TRIAL ATTORNEY

DONALD J. FREEMAN, P.
1400 CENTREPARK BOULEVARD
SUITE 909
WEST PALM BEACH, FLORIDA 33401-7490
(561) 471-4900

FACSIMILE
(561) 687-3708

July 6, 2000

Secretary of State
DIVISION OF CORPORATIONS
409 East Gaines Street
PO Box 5327
Tallahassee, Florida 32399

Re: Zoo Browse, L.L.C.

Sir/Madam:

L-8289

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-07/11/00--01019--013
****337.50 ****160.00

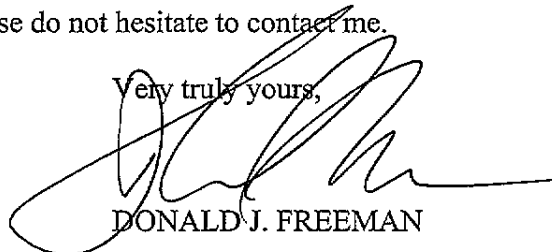
Enclosed please find an original and one executed copy each of the Articles of Incorporation and the Certificate of Designation of Resident Agent for the above-referenced corporation. I would appreciate it if you would file the original Articles of Organization in your office. After the Articles of Organization have been filed, the copy of the Articles should then be certified. The certified copy of the Articles of Organization should then be mailed to my office, along with the stamped Certificate of Designation of Resident Agent.

You will also find enclosed my firm's check in the amount of \$337.50, in payment of the following fees for the company:

Filing Fee	\$250.00
Designation of Registered Agent	\$ 35.00
Certified Copy Fee	\$ 52.50
TOTAL	\$337.50

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



DONALD J. FREEMAN

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DJF/kjg

Encls.

cc: Mr. William W. Boyd

ARTICLES OF ORGANIZATION

OF

ZOO BROWSE, L.L.C.

ARTICLE I-NAME

The Name of the limited liability company is "ZOO BROWSE, L.L.C."

ARTICLE II-DURATION

The Limited liability company shall exist from the date of the filing of these Articles of Organization with the Department of State until the limited liability company is dissolved in accordance with its Operating Agreement.

ARTICLE III-PRINCIPAL OFFICE

The mailing address and street address of the principal office of the limited liability company is 7677 South Military Trail, Lake Worth, Florida 33463.

ARTICLE IV-REGISTERED AGENT

The name and street address of the initial registered agent of the limited liability company is Donald J. Freeman, Esq., DONALD J. FREEMAN, P.A., 1400 Centrepark Blvd., Suite 909, West Palm Beach, Florida 33401.

ARTICLE V-ADDITIONAL MEMBERS

Additional members may be admitted to the limited liability company upon the unanimous agreement of all members of the limited liability company.

ARTICLE VI-CONTINUATION OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of an event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall terminate and the limited liability company shall be dissolved, unless a majority of the remaining members of the limited liability company agree to continue the business of the limited liability company.

ARTICLE VII-MANAGEMENT

The limited liability company is to be managed by two managers. The name and address of the

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managing members of the limited liability company are

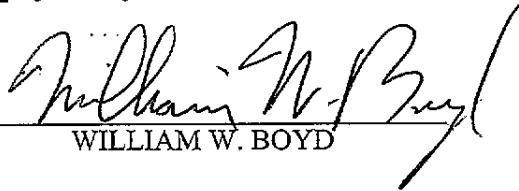
William W. Boyd

7677 S. Military Trail
Lake Worth, Florida 33463

Tracey F. Boyd

7677 S. Military Trail
Lake Worth, Florida 33463

IN WITNESS WHEREOF, the undersigned member of the limited liability company has
executed these Articles of Organization this 6 day of July, 2000.


WILLIAM W. BOYD

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 6th day of July, 2000, by
WILLIAM W. BOYD, who is either personally known to me or who has produced his drivers license
as identification.


NOTARY PUBLIC

My Commission Expires:



Lisa D. Vogler
MY COMMISSION # CC710253 EXPIRES
March 15, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

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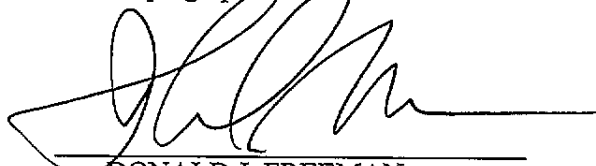
**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, **ZOO BROWSE, L.L.C.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in its Articles of Organization in the City of West Palm Beach, County of Palm Beach, State of Florida, has named **DONALD J. FREEMAN, ESQ.**, whose address is **DONALD J. FREEMAN, P.A., 1400 Centrepark Blvd., Suite 909, West Palm Beach, Florida 33401**, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above limited liability company at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: July 6, 2000


DONALD J. FREEMAN

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