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ACCOUNT NO. : 072100000032

REFERENCE : 783033 82288A

AUTHORIZATION : *Patricia Pyjunt*

COST LIMIT : \$ 155.00

MJH

ORDER DATE : August 1, 2000

ORDER TIME : 11:35 AM

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ORDER NO. : 783033-005

CUSTOMER NO: 82288A

CUSTOMER: Brenda Mazy, Legal Assistant
Leonard & Morrison

Tenth Floor
4875 N. Federal Highway
Ft. Lauderdale, FL 33308

DOMESTIC FILING

NAME: MARLUCCI PROPERTIES, L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 AUG - 1 PM 12:18

RECEIVED

00 AUG - 1 PM 12:47

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION
OF
MARLUCCI PROPERTIES, L.C.

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles of Organization shall be the Charter and authority for the conduct of business of such limited liability company in accordance with Chapter 608, Florida Statutes.

ARTICLE I. - Name:

The name of the Limited Liability Company is: MARLUCCI PROPERTIES, L.C.

ARTICLE II. - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE III. - Address:

The mailing address and street address of the principal office of the Limited Liability Company shall be as follows:

Mailing Address: 140 Southeast 29th Street, Building A, Unit 5,
Fort Lauderdale, FL 33316

Street Address: 140 Southeast 29th Street, Building A, Unit 5,
Fort Lauderdale, FL 33316

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DIVISION OF CORPORATIONS
00 AUG - 1 PM 12:47

ARTICLE IV - Registered Agent:

The name and address of the initial Registered Agent in the State of Florida is:

RONALD R. MARTIN, 140 S.E. 29th Street, Building A, Unit 5, Fort Lauderdale, FL, 33316.

ARTICLE V. - Admission of Additional Members:

The right to admit additional members is not given.

ARTICLE VI. - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company is not given.


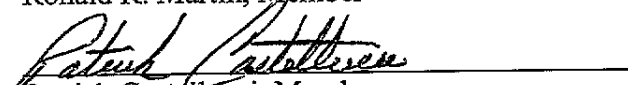
ARTICLE VII - Management:

The management of the limited liability company is reserved to its members:

Ronald R. Martin, 140 S.E. 29th Street, Building A, Unit 5, Fort Lauderdale, FL 33316.

Patrick Castellucci, 140 S.E. 29th Street, Building A, Unit 5, Ft. Lauderdale, FL 33316.

The undersigned Incorporators have executed these Articles of Organization this 31 day of July, 2000.


Ronald R. Martin, Member

Patrick Castellucci, Member

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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: MARLUCCI PROPERTIES, L.C.
2. The name and the Florida street address of the registered agent are:

Ronald R. Martin
140 S.E. 29th Street, Building A, Unit 5,
Fort Lauderdale, Florida 33316

ACCEPTANCE OF REGISTERED AGENT

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.


Ronald R. Martin