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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4003

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Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

DNBC INVESTMENT, L.L.C.

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Q88
[Handwritten signatures and stamps]

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ARTICLES OF ORGANIZATION
FOR
DNBC INVESTMENT, L.L.C.
(A Florida Limited Liability Company)

ARTICLE I - Name:

The name of the Limited Liability Company is DNBC INVESTMENT, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 6530 W. Rogers Circle, Suite 31, Boca Raton, FL 33487.

ARTICLE III - Duration:

The period of duration for the Professional Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall terminate fifty (50) years from the date of such filing, unless extended by election of the Members, or until dissolved in a manner provided by law, or as determined by the vote of the managers.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by one manager, and is, therefore, a manager - managed company. The initial manager of the Limited Liability Company is Sean M. Leder, whose address is 6530 W. Rogers Circle, Suite 31, Boca Raton, FL 33487.

ARTICLE V - Members:

The Company has three (3) members whose names and addresses are as follows:

Sean M. Leder
6530 W. Rogers Circle
Suite 31
Boca Raton, FL 33487

Tara M. Leder
6530 W. Rogers Circle
Suite 31
Boca Raton, FL 33487

Josh D. Leder
6530 W. Rogers Circle
Suite 31
Boca Raton, FL 33487

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

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ALLAH ROBERTSON

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ARTICLE VI-Registered Agent:

The name and the Florida street address of the registered agent of the Limited Liability Company is Randi M. Krongold, Esquire, whose address is c/o Krongold, Todd & Singer, P.L., 201 Alhambra Circle, Suite 801, Coral Gables, FL 33134.

ARTICLE VII-Nature of Business:

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be to engage in any activity or business authorized under the Florida Statutes, and in general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.

ARTICLE VIII-Restrictions On Membership:

Members shall have the right to admit new members by unanimous consent of the members. Contributions required of new members shall be determined by the members as of the time of admission to the company. A member's interest in the company may not be sold or otherwise transferred except with unanimous written consent of all of the members. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company (including, without limitation, the loss of such member's license or qualification to practice law in the State of Florida), the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

ARTICLE IX-Indemnification of Members and Managers:

This company, its receiver or its trustee (in the case of its receiver or trustee, to the extent of this company's property) shall indemnify, hold harmless from and pay all judgments and claims against each member or manager, and any shareholders, officers, directors, employees, managers or members of such member or manager, relating to any liability or damage incurred by reason of any act performed or omitted to be performed by such indemnified party in connection with the business of this company, including attorneys' fees and expenses incurred by such indemnified party in connection with the defense of any action based on any such act or omission, which attorneys' fees and expenses may be paid as incurred, including all such liabilities under federal and state securities laws (including the Securities Act of 1933, as amended) as permitted by law. This company shall indemnify, hold harmless from and pay all expenses, costs or liabilities of any member or manager who for the benefit of this company makes any deposit, acquires any option or makes any other similar payment or assumes any obligation in connection with any property proposed to be acquired by this company, which action shall have been authorized or permitted under the terms of these Articles and who suffers any financial loss as a result of such action.

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IN WITNESS WHEREOF, the undersigned hereby affirm under the penalties of perjury that the facts stated hereinabove are true and have executed this instrument as of this 1 day of August, 2000.


Sean M. Leder, Managing Member

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, Randi M. Krongold, Esquire states she is familiar with and hereby agrees to act in this capacity, and agrees to comply with the obligations of said position.

Dated this 1 day of August, 2000.


Randi M. Krongold, Registered Agent

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