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September 13, 2000

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

MJH

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-09/18/00--D1060--022
****155.00 ****155.00

RE: Articles of Organization
GMF Holdings, LLC; and DY Holdings, LLC
Our File No.: 9999.002

Dear Sir or Madam:

Enclosed please find the original Articles of Organization for the following Limited Liability Companies:

- 1) GMF Holdings, LLC; and
- 2) DY Holdings, LLC.

Also enclosed are two checks in the amount of \$155.00 representing the filing fees for the Articles of Organization, designation of registered agent, and certified copies. Accordingly, please forward the certified copies of the Articles of Organization for GMF Holdings, LLC and DY Holdings, LLC in the enclosed self addressed stamped envelope as soon as possible.

Should you have any questions, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,

Dianelys del Castillo
Paralegal

/Ddc
Enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: DY Holdings, LLC

ARTICLE II - Address:

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

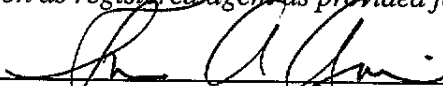
2843 S. Bayshore Drive
Unit P3F
Miami, Florida 33133

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Francis A. Anania
Name
2843 S. Bayshore Dr., Unit P3F
Florida street address (P.O. Box NOT acceptable)
Miami FL 33133
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..

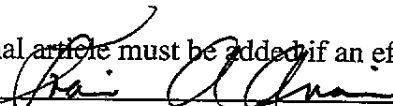


Registered Agent's Signature

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.)

FRANCIS A. AWANIA

Typed or printed name of signee

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)

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