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WHITE & CRAIG, P.A.

Attorneys at Law

LARRY F. WITTE
HUNTER B. CRAIG

201 SOUTHEAST 24th AVENUE
POMPANO BEACH, FLORIDA 33062
(954) 941-5533
FAX NO. (954) 942-0146

December 14, 2000

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: ADF Associates, L.L.C.


400003503104--2
-12/18/00--01016--004
****155.00 ****155.00

Ladies and Gentlemen:

Enclosed please find the original and one copy of the executed Articles of Organization of the above-referenced limited liability corporation. Also enclosed is our trust account check in the amount of \$155.00 representing the filing fee of \$100.00 for the Articles of Organization, filing fee of \$25.00 for the Designation and Acceptance of the Resident Agent and \$30.00 for a certified copy.

Please file the enclosed and return the certified copy at your earliest convenience. Thank you for your assistance with this matter. If you should require anything further, or have any questions, please do not hesitate to contact me at your convenience.

Very truly yours,

L-15732 
Larry F. Witte



/pr
Enclosures
cc: Mr. James L. Druzak

(14)

cc

FILED
00 DEC 18 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

ADF ASSOCIATES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be ADF ASSOCIATES, L.L.C. ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 1901 North Riverside Drive, Pompano Beach, Florida 33062.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulation

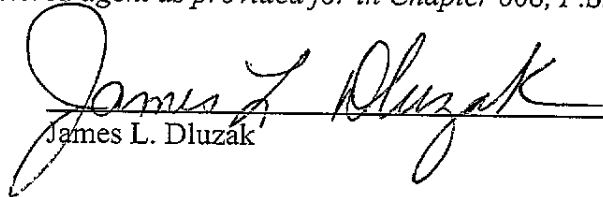
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TALLAHASSEE, FLORIDA

**ARTICLE IV -- REGISTERED AGENT, REGISTERED OFFICE &
REGISTERED AGENT'S SIGNATURE**

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

James L. Dluzak
1901 North Riverside Drive
Pompano Beach, Florida 33062.

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.


James L. Dluzak

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not

inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

JAMES L. DLUZAK
1901 North Riverside Drive
Pompano Beach, FL 33062

JULIE FETTER
48 N.E. 4th Avenue
Deerfield Beach, FL 33441

The undersigned organizer has made and subscribed these Articles of Organization at Pompano Beach, Florida, on December 14, 2000.


JAMES L. DLUZAK

(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.)

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TALLAHASSEE, FLORIDA