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ADORNO & ZEDER
A PROFESSIONAL ASSOCIATION

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HOWARD J. WIENER, J.D., LL.M.
BOARD CERTIFIED IN TAXATION

PLEASE REPLY TO:
POST OFFICE DRAWER 3948
WEST PALM BEACH, FL 33402-3948

December 6, 2001

VIA FEDERAL EXPRESS

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

400004714324--9
-12/07/01--01040--008
****155.00 ****155.00

RE: DNR, LLC

Dear Sir or Madam:

On behalf of our client, enclosed find an original and a copy of Articles of Organization for the above-captioned limited liability company. Please file the original, certify the copy, and return the certified copy to us using the enclosed Federal Express return envelope provided for your convenience.

Enclosed is our firm's check payable to the Florida Department of State in the amount of \$155 consisting of the following fees:

Filing Fee	\$100
Designation of Registered Agent	25
Certification	30
	<u>\$ 155</u>

I WOULD APPRECIATE YOUR FILING THE ENCLOSED ARTICLES OF ORGANIZATION EFFECTIVE AS OF DECEMBER 5, 2001 (the date the Articles were signed) AND THEREFORE, RESPECTFULLY REQUEST THAT YOU CALL ME UPON YOUR RECEIPT OF THIS LETTER TO CONFIRM THE DATE OF FILING WITH THE DEPARTMENT OF STATE.

IMPORTANT: We are this date filing the Certificate of Limited Partnership of the DNR Limited Partnership to be effective on December 10, 2001. Please coordinate the filing of the attached Articles of Organization so that the filing takes place prior to the filing of the DNR Limited Certificate of Partnership

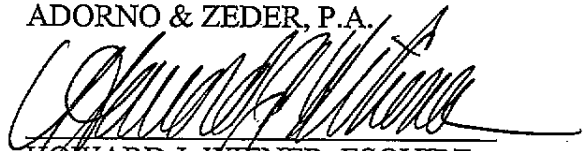
SECRETARY OF STATE
Division of Limited Partnerships
Page 2
December 6, 2001

Thank you for your cooperation and kind attention to this important matter.

Sincerely yours,

ADORNO & ZEDER, P.A.

By:


HOWARD J. WIENER, ESQUIRE

HJW/ms
Enclosures

cc: David N. Russell (*w/out enclosures*)
Fred Wertheimer (*w/out enclosures*)
Gary B. Sellari CPA (*w/out enclosures*)
Tom Donelon, CPA (*w/out enclosures*)

FILED
2001 DEC -7 AM 10:11
DIVISION OF LIMITED PARTNERSHIPS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
DNR, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "DNR, LLC".

ARTICLE II — Address:

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

17898 Aberdeen Way
Boca Raton, Florida 33496

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

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

David N. Russell
17898 Aberdeen Way
Boca Raton, Florida 33496

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

IN WITNESS WHEREOF, I signed these Articles of Organization and acknowledge them to be my act this 5th day of December, 2001.

David N. Russell Fred Wertheimer

Name of Member: The David N. Russell 2000 Trust,
David N. Russell and Fred Wertheimer, Trustees

(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.)

FILED
2001 DEC -7 AM 10:11
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA