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William Watson Trick, Jr. P.A.

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May 22, 2002

5/24

Florida Department of State
DIVISION OF CORPORATIONS
409 East Gaines Street
Tallahassee, Florida 32301

MJH


Re: Articles of Organization
New Wave Holdings, L.L.C.

Dear Sir/Madam:

Please find enclosed our operating account check No. 2030 in the amount of \$155.00, together with the original and one copy for certification of the Articles of Organization for the above named entity.

Please file the articles and return a certified copy to this office.

Very truly yours,


Cindee H. Rodier, paralegal for
William Watson Trick, Jr.

/chr
encl.

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FILED
02 MAY 24 PM 4:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
NEW WAVE HOLDINGS, LLC**

FILED
02 MAY 24 PM 4:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribing member to these Articles of Organization, hereby forms a Limited Liability Company ("LLC") under the laws of the State of Florida.

ARTICLE I; NAME: The name of the Limited Liability Company is: New Wave Holdings, LLC.

ARTICLE II; DURATION AND COMMENCEMENT OF EXISTENCE: This Limited Liability Company shall commence its existence on the date that these Articles of Organization are filed by the Florida Department of State. The existence of this Limited Liability Company shall continue for a period of forty (40) years following the commencement of its existence, unless terminated earlier pursuant to the Florida Limited Liability Company Act or extended by amendment of these Articles of Organization by the Members.

ARTICLE III; PURPOSE AND POWERS: This Limited Liability Company is organized for the purpose of transacting any and all lawful business authorized for Limited Liability Companies organized in Florida. This Limited Liability Company shall have all of the powers now and in the future granted to limited liability companies pursuant to the laws of the State of Florida.

ARTICLE IV; PRINCIPAL OFFICE; STREET AND MAILING ADDRESS: The initial street address of the principal office of the Limited Liability Company is: 2095 Park Court, Boca Raton, FL 33486. The initial mailing address of the Limited Liability Company is: P.O. Box 272123, Boca Raton, FL 33427-2123.

ARTICLE V; INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent of this Limited Liability Company is: William Watson Trick, Jr., Esquire. The street address of the initial registered office of the Limited Liability Company in the State of Florida is: 1216 E. Atlantic Blvd., Suite 7, Pompano Beach, Florida 33060.

ARTICLE VI; ADMISSION OF NEW MEMBERS: No additional members shall be admitted to this Limited Liability Company except with the unanimous written consent of all of the members of this Limited Liability Company and upon such terms and conditions as shall be determined by all of the members. A member may transfer his or her interest in this Limited Liability Company as set forth in the operating agreement, but the transferee of such interest shall have no right to participate in the management of the business and affairs of this Limited Liability Company or become a member unless all of the other members of this Limited Liability Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII; DISSOLUTION; WINDING UP; LIQUIDATION: This Limited Liability Company shall be dissolved at the expiration of its existence as provided hereinabove, as may be provided in

the operating agreement, or as is otherwise provided by Chapter 608, Florida Statutes (2001). The rights of the members to continue business shall be as provided in the operating agreement, or as is otherwise provided by Chapter 608, Florida Statutes (2001).

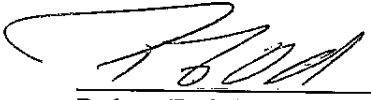
ARTICLE VIII; MANAGEMENT: The Limited Liability Company shall be managed by its members, whose respective names and addresses are listed below:

Robert F. Oden
P.O. Box 272123

Matthew J. O'Connor
P.O. Box 272123
Boca Raton, FL 33427-2123

Brad Orvieto
P.O. Box 272123
Boca Raton, FL 33427-2123.

IN WITNESS WHEREOF, the undersigned authorized member has executed these Articles of Organization effective this 22 day of May, 2002.


Robert F. Oden, member

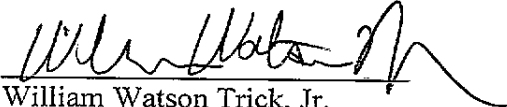
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: **NEW WAVE HOLDINGS, LLC**
2. The name and address of the registered agent and office is:

William Watson Trick, Jr., P.A.
1216 E. Atlantic Blvd., Suite 7
Pompano Beach, Florida 33060

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.


William Watson Trick, Jr.

May 22, 2002
Date