A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

9734 WEST SAMPLE ROAD CORAL SPRINGS, FLORIDA 33065

HERBERT H. ROLNICK, P.A. DAVID A. NETBURN, P.A.* *ALSO ADMITTED IN NY & CT

October 11th, 2002

FIRST-CLASS, U.S. MAIL

300008360203--4

-10/14/02--01053--003

****125.00 ****125.00

Secretary of State **Division of Corporations** 409 E. Gaines Street Tallahassee, Florida 32399

Re: R & Z Capital, LLC

Dear Sir/Madam:

Enclosed for immediate filing in the above referenced matter are the following:

- Original and one copy of Articles of Organization for Florida Limited Liability 1. Company; and
- Check in the amount of \$125.00 to cover the filing fee. 2.

After filing the Articles of Organization, please date stamp the copy as filed and return same to the undersigned in the enclosed, self-addressed, stamped envelope.

Your attention to this matter is appreciated.

Very truly yours,

ROLNICK & NETBURN

By:

A. Netburn, Esq.

DAN/ms Attachment

File No.: 02-3132

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: R & Z Capital, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company 1300 SW First Court, Pompano Beach, FL 33069

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

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

Matthew G. Roseberg	
Na	ıme
1300 SW First Court	
Florida street address	P.O. Box NOT acceptable)
Pompano Beach,	FL 33069
City, St	ate, 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

(An additional article must be added if an effective date is requested)

Signature of a member ar 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.)

Matthew G. Roseberg

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)