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TALLAHASSEE, FLORIDA

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SHELDON ENGELHARD, P.A.
COUNSELLOR AT LAW

SHELDON ENGELHARD (FL & NY)

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1501 BROADWAY
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October 31, 2002

VIA FEDERAL EXPRESS - STANDARD

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: DELTA ENVIRONMENTAL OF FLORIDA CONSTRUCTION MANAGEMENT, L.L.C.

Dear Sir/Madam:

We are enclosing the original and two copies of the Articles of Organization for this proposed limited liability company together with our check in the amount of \$125.00

The enclosed check represents the Filing Fees, Fee for the Registered Agent Designation, and one Certified Copy of the Articles of Organization.

Your cooperation will be appreciated.

Very truly yours,



SHELDON ENGELHARD

SE:sgb
Enclosure(s)

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ARTICLES OF ORGANIZATION
OF
DELTA ENVIRONMENTAL OF FLORIDA CONSTRUCTION
MANAGEMENT, L.L.C.

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TALLAHASSEE, FLORIDA

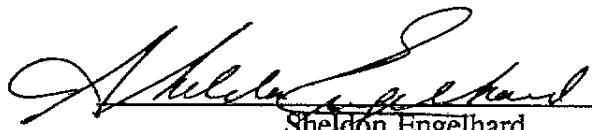
Article I - Name: The name of the Limited Liability Company is DELTA ENVIRONMENTAL OF FLORIDA CONSTRUCTION MANAGEMENT, L.L.C.

Article II - Address: The mailing address and street address of the principal office of the Limited Liability Company is 19452 Cedar Glen Drive, Boca Raton, FL 33434

Article III - Registered Agent, Registered Office and Registered Agent's Signature: The name and the Florida street address of the registered agent are:

Sheldon Engelhard, Esq.
7900 Glades Road, Suite 330
Boca Raton, FL 33434-4104


Having been named as registered agent and to accept service of process of the above-stated limited liability company at the place designated in this certificate, 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.


Sheldon Engelhard

Article IV - Management: The Limited Liability Company is to be managed by its members, Ronald Berkowitz and Marshall Geller, and is, therefore, a member-managed company.



Ronald Berkowitz, Member



Marshall Geller, 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.)

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