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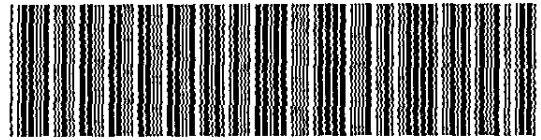
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JB
1-14-03

LAW OFFICES
ROBERT J. SLOTKIN

ROBERT J. SLOTKIN

TAMMY MULLINS, *paralegal*

January 10, 2003

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

Re: F.A.B Marketing, LLC

Dear Sir or Madam;

Please find enclosed;

1. original Articles of Organization;
2. check in the amount of \$130.00

Please return a copy of the articles with the file stamp, and a certificate of good standing.

Very truly yours,



Robert J. Slotkin
For the Firm

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JAN 12 PM 10:18
SECRETARY OF STATE
TALLAHASSEE, FL 32314

ARTICLES OF ORGANIZATION

F.A.B. Marketing, LLC., a Limited Liability Company

1. **Name.** The name of the limited liability company is **F.A.B. Marketing, Limited Liability Company.**
2. **Purpose.** The purpose of this limited liability company is to engage in sales and marketing of commercial technology and specialty products, including the right to purchase, or otherwise acquire, own, pledge, sell, assign, service, transfer or otherwise dispose of and to invest in, trade in, deal in and with such products and services. The company's business shall include the retention of services of persons in the State of Florida and in all other states and countries; to contract debts and borrow money, and execute such mortgages, transfers of property or other instruments to secure the payment of indebtedness as required; the purpose of the company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
3. **Address of Principal Office.** The address and mailing address of the principal office of the limited liability company is 3000 N.E. 30th Place, Suite 308, Ft. Lauderdale, FL 33306.
4. **Term.** Term of this LLC shall be perpetual.
5. **Members at Time of Formation.** There will be at least one member at the time the limited liability company is formed.
6. **Period of Duration.** The period of duration shall be perpetual, unless dissolved by unanimous resolution of the membership.
7. **Management.** Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:

Initial Members:

ADS Associates, Inc., a Florida corporation, 2755 East Oakland Park Boulevard, Fort Lauderdale, FL 33306;

William Mashraky, d/b/a BJM Associates, 7010 N.W. 38 Street, Coral Springs, Florida

33065;

Florence Bromley, Inc., a Florida corporation, 3000 N.E. 30th Place, Suite 308, Ft. Lauderdale, FL 33306.

8. **Additional Members.** The names and addresses of additional member(s) are as follows:

None

9. **Admission of New Members.** With the written unanimous consent of the members, new members may be admitted into the LLC upon payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

10. **Members Right to Continue Business.** The remaining members of the limited liability company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company as further set forth in the Operating Agreement of the limited liability company.

11. **Amendment.** These Articles may be amended in the manner provided by law. Every amendment shall be approved by the membership.

Florence Bromley, Inc., a Florida corporation

By: Florence Bromley
Signature of new member (seal)
Florence Bromley, President

Date: Jan. 8/03

APPROVED
AND
FILED
03 JAN 13 AM 10:48
CLERK OF DISTRICT COURT
JAN 13 2003

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. Name. The name of the limited liability company is F.A.B. Marketing, Limited Liability Company.
2. Registered Office. The address of the registered office of the limited liability company is :
The Law Offices of Robert J. Slotkin, 2101 North Andrews Avenue, Suite 400, Fort Lauderdale, FL 33311.
3. Registered Agent. Robert J. Slotkin, is appointed, and by his signature below accepts appointment, to act as Registered agent of F.A.B. Marketing, Limited Liability Company.

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.


Robert J. Slotkin, Esq.

FILED
03 JAN 13 AM 10:48
SEC. 608.415
CAL. 10.10.11