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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 907607 10943A

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : January 27, 2003

ORDER TIME : 10:01 AM

ORDER NO. : 907607-005

CUSTOMER NO: 10943A

CUSTOMER: Mark S. Feluren, Esq
Waldman Feluren & Trigoboff,
P.a.
Suite 202
2200 North Commerce Parkway
Fort Lauderdale, FL 33326-3258

DOMESTIC FILING

NAME: MILLER & O'NEILL, P.L.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
MILLER & O'NEILL, P.L.
a Florida Professional Service 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 "Miller & O'Neill, P.L."

ARTICLE II — Address:

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

2300 Glades Road
Suite 400 East
Boca Raton, FL 33431

ARTICLE III — Purpose:

- a. To engage in the practice of law as a professional services limited liability company and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by the Company.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Company.
- c. The professional services of this Company shall be carried out only through those who have been admitted to The Florida Bar, and are duly authorized to practice law in, the State of Florida.

ARTICLE IV — Registered Agent:

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

Lawrence J. Miller
2300 Glades Road
Suite 400 East
Boca Raton, FL 33431

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ARTICLE V — Management:

The Company is to be managed by its Managing Member, Lawrence J. Miller.

ARTICLE VI — Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Liability Company Act, no member of the Company, other than the Managing Member named herein, shall be an agent of the Company solely by virtue of being a member.

ARTICLE VII — Existence:

The existence of the Company shall begin on the date the undersigned Managing Member has executed these Articles of Organization.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 24 day of January, 2003.


Lawrence J. Miller, Managing Member

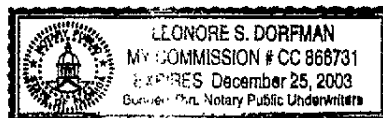
STATE OF FLORIDA)
)ss
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the above-mentioned state and county to take acknowledgments, personally appeared Lawrence J. Miller, known to me to be the person described in and who executed the foregoing instrument or who has produced _____ as identification and acknowledged before me that he executed the same.

Witness my hand and official seal in the above-mentioned county and state this 24th day of January, 2003.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission expires:



Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Liability Company Act and the Professional Service Corporation and Limited Liability Company Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed Florida Professional Services Limited Liability Company named in the foregoing Articles of Organization.



Lawrence J. Miller