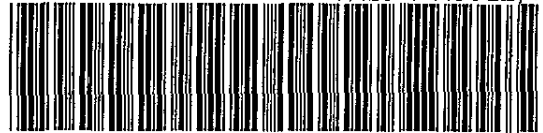


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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04/01/03--01032--008 **133.75

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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JOHN W. MADDEN, P.A.

Attorney and Counselor at Law

789 South Federal Highway
Suite 310
Stuart, Florida 34994

John W. Madden

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
220-3076
220-3767

March 28, 2003

Bureau of Corporate Records
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: **D2M-1, LLC**

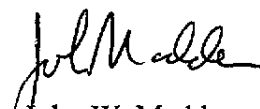
Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Organization of D21-L.L.C., LLC, which includes the Statement Accepting Appointment of Registered Agent, and our check in the amount of One Hundred Thirty Three Dollars and Seventy Five Cents (\$133.75), representing payment as follows:

Filing Fee	\$100.00
Registered Agent's Fee	25.00
Certified Copy of Charter	<u>8.75</u>
TOTAL	\$ 133.75

Once these Articles of Organization have been approved and filed by your office, please forward a certified copy of the charter to the undersigned using the additional copy enclosed herewith. Thank you.

Sincerely,


John W. Madden

JWM:ly
enclosures

**ARTICLES OF ORGANIZATION
OF
D2M-1, L.L.C.
a LIMITED LIABILITY COMPANY**

FILED
03 APR -1 PM 12: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I
Name**

The name of the Limited Liability Company is: **D2M-1, L.L.C.**

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is: 5095 SE Williams Way, Stuart, Florida 34997

**Article III
Registered Agent, and Registered Office**

The name and the Florida street address of the initial registered agent is: John W. Madden, Esq., 789 South Federal Highway, Suite 310, Stuart, Florida, 34994.

**Article IV
Transferability of Membership Interests:**

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of the profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

**Article V
Management**

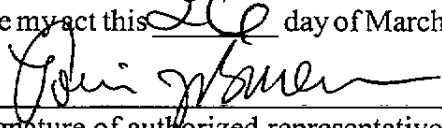
The Limited Liability Company is to be managed by a manager or managers and is, therefore, a manager-managed company. The name and address of the Managers are Louis Basenese, 5095 SE Williams Way, Stuart, Florida 34997 and Mark Solley, 5095 se Williams Way, Stuart, Florida 34997.

**Article VI
Company's Existence**

The Company's existence shall begin effective as of March 26, 2003.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 26 day of March, 2003.



Signature of authorized representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this change constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

LOUIS J. BASENESE

Typed or printed name of signee

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

(In accordance with section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Signature of Registered Agent

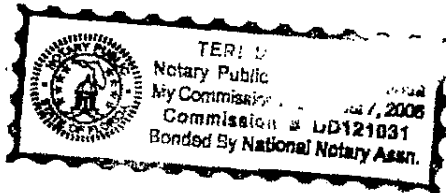
John W. Madden, printed name

Dated: 3/26, 2003

STATE OF FLORIDA
COUNTY OF MARTIN

FILED

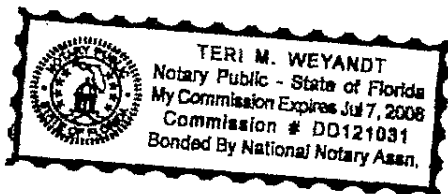
03 APR -1 PM 12:07
The foregoing instrument was acknowledged before me this the 20 day of March 2003, by Louis Basenese, who is personally known to me or who has produced STATE (TYPE OF IDENTIFICATION) as identification and who did take an oath. He subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledged before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.



Teri M. Weiyandt
NOTARY PUBLIC
PRINT NAME

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this the 20 day of March 2003, by John W. Madden, who is personally known to me or who has produced (TYPE OF IDENTIFICATION) as identification and who did take an oath. He subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledged before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.



Teri M. Weiyandt
NOTARY PUBLIC
PRINT NAME