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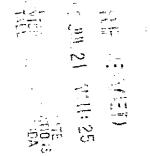
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ARTICLES OF ORGANIZATION OF BRODE HOLDINGS, LLC

The undersigned member hereby submits these Articles of Organization pursuant to Section 608.407 of the Florida Limited Liability Company Act as follows:

ARTICLE I - NAME

The name of the limited liability company is:

BRODE HOLDINGS, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the limited liability company is:

114 South Lake Drive Lantana, Florida 33462

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

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

Alfred Brode 114 South Lake Drive Lantana, Florida 33462

ARTICLE IV - MANAGEMENT

The management of the limited liability company is reserved to the undersigned, who is its sole member.

Alfred Brode
Sole 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.)

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF

Pursuant to Section 608.415 of the Florida Limited Liability Company Act, Alfred Brode, located at 114 South Lake Drive, Lantana, Florida 33462, having been named as registered agent to accept service of process upon BRODE HOLDINGS, LLC, hereby accepts the appointment as registered agent, agrees to not in that agreeity and agrees to accept the appointment as registered agent. the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties as registered agent, acknowledging hereby that he is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on this // day of July, 2003.

C.\FILES\Brode\Articles of Organization.wpd