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From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
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001133.21584

LIMITED LIABILITY COMPANY

ZP&W GROUP HOLDINGS, LLC

Certificate of Status	0
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Page Count	04
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
ZP&W GROUP HOLDINGS, LLC**

EFFECTIVE DATE
12/02

ARTICLE I - NAME

The name of Company shall be: **ZP&W GROUP HOLDINGS, LLC**

ARTICLE II- PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The initial principal office and mailing address of the Company shall be:

999 Ponce de Leon Boulevard
Penthouse 1110
Coral Gables, FL 33134

ARTICLE III - INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Company's initial registered agent and registered office in the State of Florida shall be:

CorpDirect Agents, Inc.
103 Meridian Street
Tallahassee, FL 32301

ARTICLE IV - EXECUTION OF ARTICLES OF ORGANIZATION

The name and post office address of the person duly authorized to execute these Articles of Organization is as follows:

David Winker, Esq.
Zumpano, Patricios & Winker, P.A.
999 Ponce de Leon Blvd.
Penthouse 1110
Coral Gables, FL 33134

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ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization shall be December 2, 2003.

The undersigned, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that he is the authorized representative of the Manager of the Company and certifying that the facts stated above are true.


David Winker, Esq.

AND
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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
FORGOING LIMITED LIABILITY CORPORATION, AT THE PLACE
DESIGNATED IN THESE ARTICLES OF ORGANIZATION THE
UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY AND
FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE
OF HIS DUTIES.

DATED THIS 2ND DAY OF DECEMBER, 2003.

Phadlock, Assistant Secretary
CorpDirect Agents, Inc.

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