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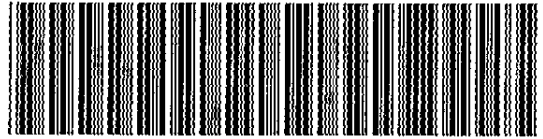
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 346867 7112109

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 155.00

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ORDER DATE : December 4, 2003

ORDER TIME : 2:40 PM

ORDER NO. : 346867-005

CUSTOMER NO: 7112109

CUSTOMER: Laura Fernandez, Esq.
Buchanan Ingersoll, P.c.

Suite 2100
100 Southeast 2nd Street
Miami, FL 33131

DOMESTIC FILING

NAME: ADFP, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
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CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156
EXAMINER'S INITIALS:

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ARTICLES OF ORGANIZATION

OF

ADEF, LLC a Limited Liability Company

The undersigned individual, being either a member or the authorized representative of a member, hereby presents these Articles of Organization to the Secretary of State of the State of Florida for the formation of a Limited Liability Company under Chapter 608 of the Florida Statutes.

ARTICLE I

The name of the Limited Liability Company is: ADEF, LLC.

ARTICLE II

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Buchanan Ingersoll, P.C.

Address of Registered Office

100 S.E. 2nd Street
Suite 2100
Miami, Florida 33131
Attention: Daniel Marinberg, Esq.

ARTICLE III

The initial Operating Agreement shall be adopted by the Members. Thereafter, the power to alter, amend, or repeal the Operating Agreement shall be vested in the members of the Limited Liability Company in the manner set forth in the Operating Agreement. The Operating Agreement of this Limited Liability Company contains provisions regarding:

A. The rights of the members to admit additional members and the terms and conditions of the admissions;

B. The rights of the remaining members of this Limited Liability Company to continue the business of this Limited Liability Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, and any other event which terminates the continued membership of a member in this Limited Liability Company.

ARTICLE IV

The mailing address and the street address of the principal office of this Limited Liability Company shall be as follows:

Street Address

120 North Miami Avenue
Miami, Florida 33131

Mailing Address

P.O. Box 367945
Bonita Springs, Florida 34136-7945

ARTICLE V

The Limited Liability Company is to be managed by one or more of its Members. The name and street and mailing address of the initial Managing Members are as follows:

Name

Theresa Firtell

Street Address

120 North Miami Avenue
Miami, Florida 33131

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has hereunto executed these Articles of Organization this 4th day of December, 2003.


Theresa Pirtell, Member

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES.

BUCHANAN INGERSOLL, P.C.

By: 

Dale Bergman, Shareholder

Date: December 4th, 2003