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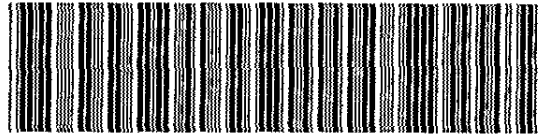
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HEINEMANN
LAW FIRM PLLC

A PROFESSIONAL LIMITED LIABILITY COMPANY
www.execusite.com/heinemannlawfirm

THEODORE J. HEINEMANN, J.D., LL.M.*

E-mail tjh@heinemann-law-firm.com

* MASTER OF LAWS – ESTATE PLANNING

May 7, 2004

STUART OFFICE

759 S. Federal Highway
Suite 312

Stuart, Florida 34994
Tel (772) 287-2000
Fax (772) 287-2181

Florida Department of State
Division of Corporations
Corporate Filings
409 E. Gaines St.
Tallahassee, FL 32314

Re: DMM PROPERTIES, LLC

Dear Sir or Madam:

This firm represents G. David Marshall in connection with his Florida corporate legal matters. Enclosed please find an original and two (2) copies of the Articles of Organization for the referenced entity which Mr. Marshall wishes to form, along with this firm's check in the amount of \$155.00 for the filing fee and one (1) certified copy of the enclosed.

Kindly return the certified copy of the enclosed Articles of Organization to my attention using the enclosed envelope which has been provided for your convenience. If you have any questions regarding the foregoing, please do not hesitate to contact me.

Very truly yours,

T.J. Heinemann

TJH

cc: Client

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ARTICLES OF ORGANIZATION

FOR

DMM PROPERTIES, LLC

The undersigned acting as the authorized representative of DMM PROPERTIES, LLC, under the Florida Limited Liability Company Act, adopts the following Articles of Organization for said limited liability company.

ARTICLE I
NAME

The name of the limited liability company shall be DMM PROPERTIES, LLC (the "LLC").

ARTICLE II
ADDRESS OF PRINCIPAL OFFICE

The street address of the principal office and the mailing address of the LLC shall be 5228 SW Hammock Creek Drive, Palm City, FL 34990 USA.

ARTICLE III
REGISTERED AGENT

The registered agent shall be Theodore J. Heinemann, Esq. whose address is c/o Heinemann Law Firm PLLC, 759 S. Federal Hwy., Ste. 312, Stuart, FL 34994.

ARTICLE IV
MANAGEMENT

The LLC is to be managed by a Manager. The initial Manager of the LLC is G. David Marshall whose address is 5228 SW Hammock Creek Drive, Palm City, FL 34990 USA.

Prepared By:
Theodore J. Heinemann, Esq.
HEINEMANN LAW FIRM PLLC
759 S. Federal Hwy., Ste. 312
Stuart, FL 34994
FL Bar # 0134139

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 7th day of MAY, 2004.



Theodore J. Heinemann, Esq.
Authorized Representative
FL Bar No. 0134139

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT**

In compliance with Sections 608.415 and 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating its registered agent and registered office, for the purpose of accepting service of process in the State of Florida:

1. The name of the Limited Liability Company is:

DMM PROPERTIES, LLC

2. The name and address of the registered agent and registered office is:

Theodore J. Heinemann, Esq.
HEINEMANN LAW FIRM PLLC
759 S. Federal Hwy., Ste. 312
Stuart, Florida 34994
Phone: (772) 287-2000
Facsimile: (772) 287-2181
E-mail: tjh@heinemann-law-firm.com

By: 

Theodore J. Heinemann, Esq.
Authorized Representative
FL Bar No. 0134139

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of my position as registered agent.

5/7/2004

Date

By: 

Theodore J. Heinemann, Esq.

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