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PICK-UP WAIT MAIL				
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Dexelo	pment, XXC		PHASSIS FLORIDA
			Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search
Signature			Fictitious Owner Search Vehicle Search
Requested by:	6 17 04 Date	<u>9:12</u> Time	Driving Record UCC 1 or 3 File UCC 11 Search
Walk-In			UCC 11 Retrieval Courier

ARTICLES OF ORGANIZATION OF DNZ DEVELOPMENT, LLC

ARTICLE I – Name:

PALLARIA ST. PALLO ST. The name of the Limited Liability Company is: DNZ DEVELOPMENT, LLC (the "Company").

ARTICLE II - Address:

The mailing and street address of the principal office of the company is: 100 S.W. Albany Avenue, Suite 300, Stuart, Florida 34994.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual.

ARTICLE IV - Management:

The Company is to be managed by the managing member, the name and address of which

is:

Pasquale Zarro 100 S.W. Albany Avenue, Suite 300 Stuart, Florida 34994

ARTICLE V – Admission of Additional Members:

Vincent Montalto 100 S.W. Albany Avenue, Suite 300 Stuart, Florida 34994

Robert Berthiaume 100 S.W. Albany Avenue, Suite 300 Stuart, Florida 34994

Members shall have the right to admit additional members as set forth in the Operating Agreement by and among the Company and its members, as amended from time to time, or as otherwise provided by the Florida Limited Liability Act.

ARTICLE VI – Members' Rights to Continue Business:

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

MANAGING MEMBER:

Pasquale Zarro

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507 FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: DNZ DEVELOPMENT, LLC
- 2. The address of the registered agent and office is: <u>Pasquale Zarro</u>, (Name), <u>100 S.W.</u> <u>Albany Avenue</u>, <u>Suite 300</u>, <u>Stuart</u>, <u>Florida 34994</u> (Address).

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated by 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 relating to the proper and complete performance of my duties, and I am familiar with the obligations of my position as a registered agent.

PASQUALE ZARRO, Registered Agent