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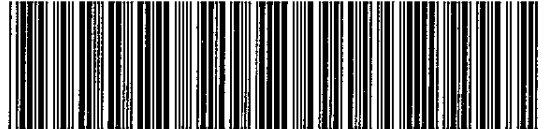
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J. BRYAN JUL 26 2004

CORPDIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

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CONTACT: TRICIA TADLOCK

DATE: 07-27-04

REF. #: 0958.28478

CORP. NAME: MACDONALD DRIVE ASSOCIATES, L.L.C.

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |   |
| <input type="checkbox"/> OTHER:                      |   |   |

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AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

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| <input checked="" type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials

ARTICLES OF ORGANIZATION  
OF  
MACDONALD DRIVE ASSOCIATES, L.L.C.  
a Florida Limited Liability Company

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TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of this Limited Liability Company is  
  
MACDONALD DRIVE ASSOCIATES, L.L.C., (the "Company").

ARTICLE II  
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III  
ADDRESS

The mailing and street address of the Company's principal place of business is 160 N.W. 7th Street, Boca Raton, FL 33432.

ARTICLE IV  
DURATION

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

**ARTICLE V  
MANAGEMENT  
MANAGER MANAGED**

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company. The initial Managers of this company are George J. Fritz is 160 N.W. 7th Street, Boca Raton, FL 33432; Kevin G. Fritz, whose business address is 5 Henning Drive, Fairfield, NJ 07004 and Robert G. Fritz, whose business address is 3 Garner Road, Bloomsbury, NJ 08804.

**ARTICLE VI  
MEMBERS**

The names and addresses of the initial member is as follows:

George J. Fritz  
160 N.W. 7th Street  
Boca Raton, FL 33432

Matthew G. Fritz  
4814 W. Bay Villa Ave.  
Tampa, FL 33611

Dolores F. Seuwin  
1217 - 76th Street North  
St. Petersburg, FL 33710

Robert G. Fritz  
3 Garner Road  
Bloomsbury, NJ 08804

John C. Fritz  
P.O. Box 1064  
Lake Arrowhead,  
CA 92352-1064

Kevin G. Fritz  
5 Henning Drive  
Fairfield, NJ 07004

Carol F. Long  
PSCI Box 4656  
A.P.O. , AE, 09009

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## **ARTICLE VII MEMBER VOTING**

A. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

## **ARTICLE VIII ADOPTION OF OPERATING AGREEMENT**

The members shall adopt an Operating Agreement for the Company, which Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

## **ARTICLE IX AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Operating Agreement 160 N.W. 7th Street, Boca Raton, FL 33432 permitting said amendment, at any annual or special meeting.

## **ARTICLE X DESIGNATION OF REGISTERED AGENT AND INITIAL ADDRESS OF REGISTERED OFFICE**

The initial Registered Agent is designated as George J. Fritz. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

The street address of the initial registered office of this limited liability company in the State of Florida is 160 N.W. 7th Street, Boca Raton, FL 33432. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

**THESE ARTICLES OF ORGANIZATION** have been executed by the undersigned member

or authorized representative of the member this 23<sup>rd</sup> day of July, 2004.

  
\_\_\_\_\_  
GEORGE J. FRITZ

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TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT  
OF MACDONALD DRIVE ASSOCIATES, L.L.C.**

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of **MACDONALD DRIVE ASSOCIATES, L.L.C.**, George J. Fritz, the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

160 N.W. 7th Street  
Boca Raton, FL 33432

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

Signed this 23rd day of July, 2004.

  
\_\_\_\_\_  
**GEORGE J. FRITZ**

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