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Lydia Lott

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Division of Corporations

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LIMITED LIABILITY COMPANY

Debbaudt Katzenstein LLC

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February 8, 2005

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Debbaudt Katzenstein LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mitchell Rosen
(Name of Person)

Foltz Martin, LLC
(Firm/Company)

3525 Piedmont Road, Suite 750
(Address)

Atlanta, Georgia 30305
(City/State and Zip Code)

For further information concerning this matter, please call:

Taube Ponce at (404) 231-9397
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

2005 JAN 27 A 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

Debbaudt Katzenstein LLC**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:2338 S. E. Holland StreetPort St. Lucie, Florida 34952**Mailing Address:**2338 S. E. Holland StreetPort St. Lucie, Florida 34952**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

The name and the Florida street address of the registered agent are:

Pamela R. Masters, Esq.

Name

2433 S. Palmetto AvenueFlorida street address (P.O. Box NOT acceptable)South DaytonaFLORIDA 32119

City, State, and Zip

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes..

By: Pamela R. Masters

Registered Agent's Signature

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ARTICLE IV- Manager(s) or Managing Member(s):The name and address of each Manager or Managing Member is as follows
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**Title:**

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:Dennis Debbaudt -- MGRM

2338 S. E. Holland Street

Port St. Lucie, Florida 34952

Rolf G. Katzenstein - MGRM

4780 Waterhaven Bend

Atlanta, Georgia 30062

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.**REQUIRED SIGNATURE:**
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michell Rosen, Esq.

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)