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dombrow, needleman &amp; spilfogel, p.l.

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## ARTICLES OF ORGANIZATION OF

### DOMBROW, NEEDLEMAN & SPILFOGEL, P.L.

The undersigned hereby executes these Articles for the purpose of forming a professional limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of professional limited liability companies for profit. The undersigned further declares that the following Articles shall be the Charter and authority for the conduct of business of such professional limited liability company (the "Company").

#### ARTICLE I

##### NAME

The name of the Company shall be DOMBROW, NEEDLEMAN & SPILFOGEL, P.L.

#### ARTICLE II

##### PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company are 7100 W. Camino Real, Suite 300, Boca Raton, Florida 33433.

#### ARTICLE III

##### PURPOSE

The sole purpose for which this Company is organized is to provide certified public accounting services and related and incidental services as specifically authorized by Florida law. This Company will not perform certified public accounting services except by and through licensed members or licensed employees, all of whom shall retain their professional licenses in good standing and shall be subject to all rules, regulations, standards and requirements pertaining to their professional accounting activities. The Company is authorized to conduct such other activities permitted by law to be conducted by a professional limited liability company engaged in certified public accounting services.

Robert A. Chaves, Esq.  
Gutter Chaves Josepher Rubin Forman Fleisher P.A.  
2101 Corporate Blvd., Suite 107  
Boca Raton, Florida 33431  
(561) 998-7847  
Fla. Bar No. 283525

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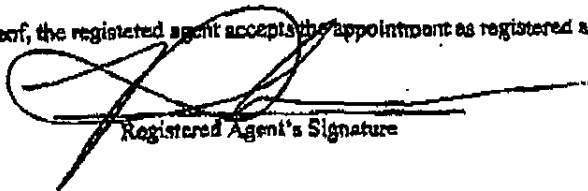
ARTICLE IV

REGISTERED OFFICE AND  
REGISTERED AGENT

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

M & W Agents, Inc.  
2101 Corporate Blvd., Suite 107  
Boca Raton, FL 33431

By execution hereof, the registered agent accepts the appointment as registered agent and agrees to act in this capacity.

  
Registered Agent's Signature

ARTICLE V

DURATION

The Company shall commence upon filing of these Articles and shall continue in perpetuity unless sooner terminated by operation of law or agreement among the Company's members.

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The undersigned, being an original member of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of Dombrow, Needelman & Spitzfogel, P.L.

Executed by the undersigned on January 16, 2008.

MEMBER:

HERMAN SPITZFOGEL, C.F.A., P.A.

By:   
Herman Spitzfogel, President

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