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LAW OFFICES
RAYMOND & BAUMEL
PROFESSIONAL ASSOCIATION
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BOCA RATON, FLORIDA 33432

95 JUL -3 PM 2:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIRGO BEACH OFFICE: RAYMOND & BAUMEL, P.A.
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OUR FILE NUMBER:

June 26, 1995

AIRBORNE EXPRESS
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

600001580016
-07/05/95--01054--004
****337.50 ****337.50

Re: DSBM, L.C.

Dear Sir/Madam:

Enclosed for filing are the Articles of Organization for the above-referenced limited liability company along with a check in the amount of \$337.50 to cover fees as follows:

Filing Fee	\$250.00
Resident Agent Fee	35.00
Certified Copy	<u>52.50</u>
TOTAL:	<u>\$337.50</u>

Please direct the certified copy of the Articles and any questions to the undersigned. For your convenience, a return Airborne Express airbill is enclosed.

Sincerely,

RAYMOND & BAUMEL, P.A.

E. Patrick Heeney
E. Patrick Heeney
Corporate Paralegal

Enclosures

Patrick Heeney GAVE
AUTHORIZATION BY PHONE TO
CORRECT 6.1.14 (C)
DATE 7-10
DOC. EXAM. CUA

ARTICLES OF ORGANIZATION
OF
DSBM, L.C.

FILED
JUL-3 PM 2:23
TAMPA, FLORIDA

The undersigned acting as organizer of DSBM, L.C., under the Florida Limited Liability Company Act, adopt the following Articles of Organization for said limited liability company.

ARTICLE I
NAME

The name of the limited liability company shall be DSBM, L.C., (the "LLC").

ARTICLE II
DURATION

This LLC shall exist perpetually, unless dissolved according to law or as set forth in the LLC's Operating Agreement.

ARTICLE III
PURPOSE

The LLC is organized pursuant to the Florida Limited Liability Company Act for the purpose of conducting any lawful activity in Florida, with the powers described in the Florida Limited Liability Company Act and as set forth in the LLC's Operating Agreement.

ARTICLE IV
BUSINESS ADDRESS AND REGISTERED AGENT

The address of the place of business in this State of the LLC shall be 22292 Callibre Court, #1602, Boca Raton, Florida. The name and address of the LLC's initial registered agent shall be Lisa Bruno, located at 22292 Callibre Court, #1602, Boca Raton, Florida 33433.

ARTICLE V
MEMBERS AND CONTRIBUTIONS

(a) The following are the members of the LLC and their initial contribution:

Roseann DeLuca	\$ 550.00
Lisa Bruno	\$5500.00

(b) The members have not agreed to make any additional contributions, but may agree to do so in the future upon the terms and conditions set forth in the Operating Agreement of the LLC.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to the LLC upon the unanimous consent of all members in writing and then only upon the condition that a new member be bound by and become party to the Operating Agreement of the LLC.

ARTICLE VII
DISSOLUTION, CONTINUATION

The members shall have the right to continue the LLC upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the membership of a member in the LLC, so long as the remaining members agree to continue the LLC.

ARTICLE VIII
MANAGEMENT

The LLC is to be managed by a Manager or Managers. The name and address of the initial Manager of the LLC who shall serve as Manager until a successor is elected and qualified is:

Lisa Bruno
22292 Callibre Court
Unit 1602
Boca Raton, FL 33433

The Manager may be removed and replaced by the members, as provided in the Operating Agreement of the LLC. The Manager shall hold the offices and have the responsibilities accorded to him by the members as set out in the Operating Agreement of the LLC.

ARTICLE IX
ADDITIONAL PROVISIONS

(a) All members of the LLC shall be entitled to vote on matters relating to the LLC per capita and not in proportion to their contributions to the capital of the LLC unless as otherwise set forth in the Operating Agreement of the LLC.

(b) Management decisions shall be made by majority vote of the members except that the affirmative vote of two-thirds of the members shall be required to approve a consolidation or merger into or with another limited liability company, a partnership, a corporation, a business trust, or any other entity; sale of substantially all of the assets; or any transaction not in the ordinary course of business which shall cause the business of the LLC to be terminated or which shall require amendment to the Articles of Organization.

(c) The effective date of this limited liability company shall be June 24, 1995.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 29 day of June, 1995.

By: Lisa Bruno

Lisa Bruno

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of DSBM, L.C., deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$6,000.00.
3. If any, the agreed value of property other than cash contributed by members is \$0. A description of the property is attached and made a part hereof.
4. The total amount of cash or property anticipated to be contributed by members is \$6,000.00. This total includes amounts from 2 and 3 above.

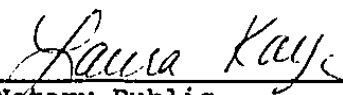
This Affidavit has been executed in accordance with §608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

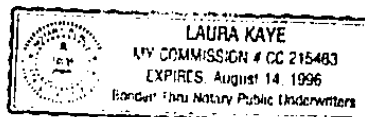

Lisa Bruno

STATE OF FLORIDA)
COUNTY OF Palm Beach) ss.

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Lisa Bruno, to me known to be the persons described in and who executed the foregoing Articles of Organization of DSBM, L.C., and they acknowledged before me that they subscribed to these Articles of Organization.

WITNESS my hand and official seal in the County and State named above, this 29 day of JULY, 1995.


Notary Public
My Commission Expires:




CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In compliance with Section 608.415 and 608.507, Florida Statutes, the following is submitted:


That DSBM, L.C. desiring to organize under the laws of the State of Florida, with its principal place of business at 22292 Callibre Court, #1602, Boca Raton, Florida 33433 has named Lisa Bruno located at 22292 Callibre Court, #1602, Boca Raton, Florida 33433, Florida, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

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


Lisa Bruno

FILE NOW: Fee after May 1, will be \$263.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		 FLORIDA DEPARTMENT OF STATE Sandra H. Morham Secretary of State DIVISION OF CORPORATIONS	
FILING FEE \$ 238.75		Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company DSBM, L.C. 22292 GALLIBRE COURT, #1602 Calibre Court BOCA RATON FL 33433		DOCUMENT #L95000000527 1a. Principal Place of Business Address 22292 GALLIBRE COURT, #1602 BOCA RATON FL 33433	
If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a			
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country	
3. Date Organized or Qualified		3a. State of Formation	
06/26/1995		FL	
4. FCI Number 65-0589487		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report		6. Certificate of Status Desired <input type="checkbox"/> \$5.00 Additional Fee Required	
7. Name and Address of Current Registered Agent BRUNO, LISA 22292 GALLIBRE COURT, #1602 Calibre BOCA RATON FL 33433		8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code FL	
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.			
SIGNATURE _____ DATE _____ <small>(Registered Agent Accepting Appointment) (If FCI, Registered Agent signature required when filing)</small>			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	DELUCA, ROSEANN	22292 GALLIBRE COURT, #1602 Calibre	BOCA RATON FL
MGRM	BRUNO, LISA	22292 GALLIBRE COURT, #1602 Calibre	BOCA RATON FL
			000001813250 -05/08/96--01051--025 ****238.75 ****238.75
11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company of the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.			
SIGNATURE: <u>Lisa Bruno</u> <u>Lisa Bruno</u>		Date: <u>April 1996</u> 404 368-2302	