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July 21, 1995

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-08/10/95--01002--019
*****35.00 *****35.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300001549103
-07/31/95--01016--001
****302.50 ****302.50

Re: Newman Consolidated Industries, LLC

Dear Sir:

Please find enclosed an original and one copy of the Articles of Organization for Newman Consolidated Industries, LLC, along with a check in the amount of \$302.50 to cover the filing fee and the cost of a certified copy of same.

Please return the Articles of Organization to the undersigned after they have been filed.

Very truly yours,
Robert B. Cook
Robert B. Cook

RBC:rj
Enclosures

FILED
95 JUL 28 AM 11:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION
OF
NEWMAN CONSOLIDATED INDUSTRIES, L.C.

THE UNDERSIGNED, acting as Incorporator of a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization for such limited liability company.

ARTICLE I - NAME AND COMPANY ADDRESS

The name, mailing address and the street address of the principal office of this limited liability company is:

Newman Consolidated Industries, L.C.
445 East Palmetto Park Road
Boca Raton, FL 33432

ARTICLE II - DURATION

The duration of this limited liability company is perpetual.

ARTICLE III - AMENDMENT

The Articles of Organization may be amended, altered, changed, or repealed by the affirmative vote of a majority of the members, at a members meeting called for that purpose.

ARTICLE IV - REGISTERED AGENT

The name and office address of this limited liability company's registered agent in Florida is:

Robert B. Cook, Esquire
11911 U.S. Highway One
Suite 308
North Palm Beach, FL 33408

ARTICLE V - MEMBERS

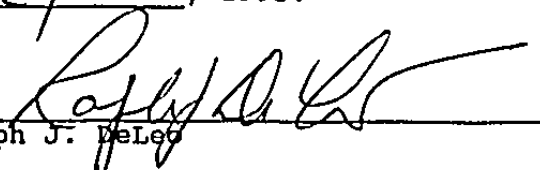
The number of Members constituting the initial Membership of this limited liability company is two (2). Additional members may be admitted upon the unanimous consent of the two (2) initial members; thereafter, members may be admitted upon the consent of a majority of the members. The name and address of the initial members are:

<u>Name</u>	<u>Address</u>
Ralph J. DeLeo, as Trustee for James Clarke Lestorti Trust	17090 Passage North Jupiter, FL 33477
Ralph J. DeLeo, as Trustee for Lewis A. Lestorti, Jr. Trust	17090 Passage North Jupiter, FL 33477

ARTICLE VI - MANAGEMENT

The affairs of this limited liability company are to be managed by a manager, Ralph J. DeLeo, of 17090 Passage North, Jupiter, Florida 33477, who is to serve as the manager until the first annual meeting of the members or until his successor is elected and qualified.

Dated: This 11 day of July, 1995.

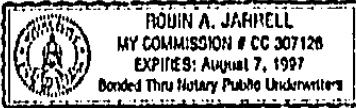


Ralph J. DeLeo

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Organization were sworn to and acknowledged before me this 11 day of July, 1995, by Ralph J. DeLeo, who is personally known to me, or who has produced a Florida driver's license as identification.

Rouin A. Jarrell, Notary Public, Commission No. _____

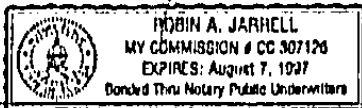


_____, Name of Notary (typed, printed or stamped)

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this
11 day of July, 1995, by Robert B. Cook, who is
personally known to me or who has produced a Florida driver's
license as identification.

Robin A. Jarrell, Notary Public, Commission No. _____

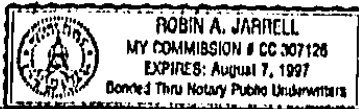


_____, Name of Notary typed, printed or
stamped

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this
11 day of July, 1995 by Ralph J. DeLeo, as
Trustee, who is personally known to me or who has produced a
Florida driver's license as identification.

Robin A. Jarrell, Notary Public, Commission No. _____



_____, Name of Notary typed, printed or
stamped

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

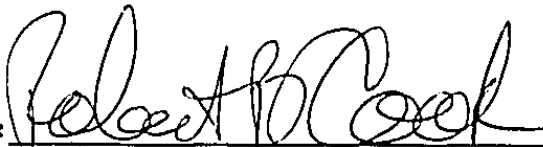
In pursuance of §§48.091(1) and 608.407(d), Florida Statutes,
the following is submitted in compliance thereof:

That **NEWMAN CONSOLIDATED INDUSTRIES, L.C.** desiring to organize
under the laws of the State of Florida, designates the name and
address of its registered agent to accept service of process within
this State as follows:

ROBERT B. COOK, ESQUIRE
11911 U.S. Highway One
Suite 308
North Palm Beach, FL 33408

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-
stated limited liability company, at the above-stated address in
this State, I hereby accept to act in this capacity, and am
familiar with the obligations imposed by law and agree to comply
with the provisions of said statute relative to keeping the
premises open from 10:00 a.m. to noon each day, except Saturdays,
Sundays, and legal holidays, and to post therein a sign designating
the name of the limited liability company and the name of its
registered agent.

BY: 
Robert B. Cook

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUL 28 AM 11:30

FILED