

L960000000423

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Handwritten: David Capital Connection
 INFORMATION BY PHONE TO
 PROTECT MY NAME
 FROM BEING
 IN THE PUBLIC
 RECORD
 PTH

Handwritten: w 96-7950

Handwritten: PTH 4/11/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4/12		
TIME	9:30		CK No.
BY	PT		

WALK-IN
 Will Pick Up _____

RE: DBM Financial Advisors L.C. No. 32504

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Filing <i>L.C.</i>		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input checked="" type="checkbox"/> Foreign Corp. Filing		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. Filing		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S.		
<input type="checkbox"/> Fictitious Name Filing		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kill		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Filing		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

Vertical Stamp: 96 APR 15 11:28
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Stamp: RECEIVED
 -04718736--01020--008
 ***337.50 ***337.50

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Vertical Stamp: 96 APR 12 11:55
 DIVISION OF CORPORATE REGISTRATION

Please remit Invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

April 12, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: DBM FINANCIAL ADVISORS, L.C.
Ref. Number: W96000007950

We have received your document for DBM FINANCIAL ADVISORS, L.C. and check(s) totaling \$337.50. However, your check(s) and document are being returned for the following:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 296A00016873

55 APR 15 4 55 PM '96
DIVISION OF CORPORATIONS
COLLECTED
Morthum

**ARTICLES OF ORGANIZATION
OF
DBM FINANCIAL ADVISORS, L.C.**

FILED
96 APR 15 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges, rights and immunities of a limited liability company.

ARTICLE I

The name of the limited liability company shall be:

DBM FINANCIAL ADVISORS, L.C.

ARTICLE II

The company shall commence its existence on the date these Articles of Organization are filed with the Secretary of State. The company shall have a duration not to exceed thirty (30) years from the date of filing with the Department of State.

ARTICLE III

The general character and nature of the business to be transacted by this company is to engage generally in any activity or business permitted under the laws of the United States and of this State; more specifically, for

ARTICLE IV

The initial street address of the principal office of this company is to be at: 240 W. Palmetto Park Road, Suite 300, Boca Raton, Florida 33432.

The name of the initial registered agent of the company at that address is: RONALD R. FRIEDMAN, P.A.

The street address of the initial registered office of the company is: 240 W. Palmetto Park Road, Suite 300, Boca Raton, Florida 33432.

ARTICLE V

The amount of capital and agreed value of property other than cash with which this company shall begin business is:

Michael I. Daszkal	\$ -0-
Jeffrey A. Bolton	\$ -0-
Robert A. Manela	\$ -0-
Tom Cangemi	\$ -0-

ARTICLE VI

The initial members agree that additional members shall be admitted to the company upon the terms and conditions set forth in the Operating Agreement entered into among the members.

ARTICLE VII

The right of the members of the company to continue to do business upon the death, or retirement, or resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the company shall be in accordance with the written Operating Agreement entered into among the members.

ARTICLE VIII

The management of the company is reserved to the members, the names and addresses of the members are as follows:

Michael I. Daszkal, 860 S.W. 16th St., Boca Raton, FL 33486
Jeffrey A. Bolton, 6707-A Boca Pines Trail, Boca Raton, FL 33433
Robert A. Manela, 10199 182nd Ct. South, Boca Raton, FL 33498
Thomas R. Cangemi, 4475 N.W. 28th Avenue, Boca Raton, FL 33434

ARTICLE IX

Where not inconsistent with the laws of this State and specifically with Chapter 608, the written Operating Agreement among the members of the company shall control.

ARTICLE X

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by and signed by all members.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledge to be filed in the Office of the Secretary of State the foregoing Articles of Organization this 10th day of April, 1996.

Michael I. Daszkal
MICHAEL I. DASZKAL

Jeffrey A. Bolton
JEFFREY A. BOLTON

Robert A. Manela
ROBERT A. MANELA

Thomas R. Cangemi
THOMAS R. CANGEMI

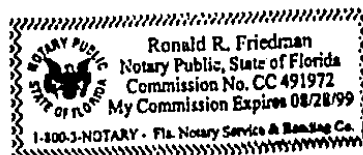
STATE OF FLORIDA)
 ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared MICHAEL I. DASZKAL, JEFFREY A. BOLTON, ROBERT A. MANELA, and TOM CANGEMI, who are to me well known to be the persons described in and who subscribed the above Articles of Organization, and who did not take an oath, and who freely and voluntarily acknowledged before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 10th day of April, 1996.

Ronald R. Friedman
Notary Public
State of Florida at Large

My Commission Expires:



FILED

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

APR 15 AM 11:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of DBM

FINANCIAL ADVISORS, 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 - 0 -.
3. If any, the agreed value of property other than cash contributed by member(s) is \$ - 0 -. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$ - 0 -. This total includes amounts from 2 and 3 above.

JEFFREY A. BOLTON



Signature of a member or authorized representative of a member
(In accordance with section 808.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true)

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

FILED

96 APR 15 AM 11:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

That DBM FINANCIAL ADVISORS, L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, and with RONALD R. FRIEDMAN as its registered agent to accept service of process within this State.

RA.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relating to keeping open said office.



RONALD R. FRIEDMAN, Registered Agent