ATTORNEY AND CERTIFIED PUBLIC ACCOUNTANT

TELEPHONE: 407-750-3850 (BOCA RATON) 305-726-1214 (BROWARD) 305-682-8330 (AVENTURA)

2000 GLADES ROAD SUITE 412 BOCA RATON, FL 33431

FAX: 407-750-4089 B-MAHA ermorris@gato.not

May 14, 1996

Secretary of State Corporate Records Bureau Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

VIA: FEDERAL EXPRESS

RE: PARIDIAM, INC.

OUR FILE NO: 10778.002

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Organization for Florida Limited Liability Company, Affidavit of Membership and Contributions. Certificate of Designation of Registered Agent/Registered Office and our check in the amount of \$337.50 representing the filing fees for the above captioned Corporation and a certified copy of the Articles.

Kindly return the certified copy of the Articles of Organization in the enclosed. postage, prepaid envelope at your earliest convenience.

Should you have any questions or problems, please do not hesitate to contact this office.

Very truly yours,

LAW OFFICES OF STUART R. MORRIS, P.A.

Kimberly Vasiento Legal Assistant to Stuart R. Morris

KV/bm/Enc.

REGISTER MAY 2 2 1996

ADDITIONAL OFFICES:

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME:

The name of the Limited Liability Company Is: PARIDIAM, L.C.

ARTICLE II - PURPOSE:

The purpose of the Limited Liability Company is to engage in any legal endeavor under the laws of the State of Florida and agreed to by the members.

ARTICLE III - ADDRESS:

The malling address and street address of the principal office of the Limited Liability Company is: C/O: LAW OFFICES OF STUART R. MORRIS, P.A., 2000 Glades Road, Suite 412, Boca Raton, Florida 33431. The Limited Liability Company may engage in business at the above address or at any other place agreed to by the members.

ARTICLE IV - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V - MANAGEMENT:

The Limited Liabilit Company is to be managed by managers and the name and address of the ma. is: Robert Herman Schuman, 7401 E. Cypresshead Drive, Parkland, Florida 33067.

ARTICLE V - REGISTERED AGENT:

The Registered Agent of the Limited Liability Company is the LAW OFFICES OF STUART R. MORRIS, P.A., and the address of the Registered Agent is: LAW OFFICES OF STUART R. MORRIS, P.A., 2000 Glades Road, Suite 412, Boca Raton, Florida 33431.

ARTICLE VI - MEMBERSHIP

All rights, duties and obligations of membership in the Limited Liability Company, including, but not limited to, admission of new members, continuation of business of	
death or departure of a member, shall be determined by the members in the	
Organizational Agreement.	

The parties hereto have executed the of, 1996.	nese Articles of Organization this 1430 day
Robert Schuman, Member	5/14/9C Date

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE. REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the Limited Liability Company is: PARIDIAM, L.C.
- 2. The name and address of the registered agent and office is:

LAW OFFICES OF STUART R. MORRIS, P.A. 2000 Glades Road Suite 412 Boca Raton, Florida 33431

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.

Stuart R. Morris, Pres.

Date

SECULTARY OF STATE

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member, ROBERT HERMAN SCHUMAN, of PARIDIAM, 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 \$25,000.
- 3. If any, the agreed value of property other than cash contributed by member(s) is \$25,000. The property contributed consists of jewelry.
- 4. The total amount of cash or property anticipated to be contributed by member(s) is \$50,000. This total includes amounts from 2 and 3 above.

ROBERT HERMAN SCHUMAN

SECRETARY OF STATE

R. MORRIS, P.

STUARTR. MORRIS, ESQ. CERTIFIED PUBLIC ACCOUNTANT
ROARD CHRISTEED-WILLS, TRUSTS & ESTATES CERTIFIED ELDER LAW ATTORNEY BY NELF

GREGORY S. DLOSHINSKY, ESQ.

2000 GLADES ROAD **SUITE 412 BOCA RATON, FL 33431**

561-750-3850 (BOCA RATON) 954-726-1214 (BROWARD) 305-682-8330 (AVENTURA) FAX: 561-750-4069

E-MAIL: smorris@gate.net

February 28, 1997

Secretary of State Corporate Records Bureau **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314

Re:

PARIDIAM, L.L.C

Our File No: 10778.002

PRACTICING EXCLUSIVELY IN:

WILLS & TRUST PLANNING **ESTABLITAX PLANNING** ELDERLAW DUSINESS SUCCESSION PLANNING

PROBATIL

CIUARDIANSIIII ASSIT PROTECTION MEDICARD & NURSING HOME PLANNING

900002104529----03/05/97--01031--001 ****105.00 ****105.00

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Dissolution for PARIDIAM, L.C., and our Firm's check in the amount of \$105.00 representing the filing fee and a certified copy of the Articles for the above captioned company.

Kindly return the certified copy of same in the self addressed stamped envelope to this office at your earliest convenience.

Should you have any questions or problems, please do not hesitate to contact me at the above number.

Very truly yours,

LAW OFFICES OF STUART R. MORRIS, P.A.

Kimberly Vasiento

Legal Assistant to Stuart R. Morris

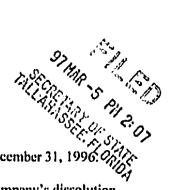
KV/bm/Enc.

ADDITIONAL OFFICES:

FORT LAUDERDALE: 7880 NORTH UNIVERSITY DRIVE, SUITE 201, FORT LAUDERDALE, FLORIDA 33321

AVENTURA: 20801 BISCAYNE BOULEVARD, SUITE 420, AVENTURA, FLORIDA 33180

ARTICLES OF DISSOLUTION FOR PARIDIAM, L.C. A FLORIDA LIMITED LIABILITY COMPANY



- 1. The name of the limited liability company is: Paridiam, L.C.
- 2. The effective date of the limited liability company's dissolution is December 31, 1996.
- 3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608/441, Florida Statutes, (copy of 608.441 on back of cover letter).

Consent of the Members.

CHECK ONE:

4.

_x	All debts, obligations and liabilities of the limited liability company have bee
paid or disch	arged.

Adequate provision has been made for the debts, obligations and liabilities pursuant to 608.4421.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests. yes.

6. CHECK ONE:

-OR-

_X___ There are no suits pending against the company in any court.

-OR-

____Adequate provision has been made for the satisfaction of any judgment, order or decree which may be entered against it in any pending suit.

Signatures of Members:

Signature:

Typed or Printed name:

KOBERT HERMAN SCHUMAN
Robert Herman Schuman, Managing
Member