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FLORIDA DIVISION OF CORPORATIONS
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CONTACT: ANNE MARIE LA FERLA
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FAX #: (954)764-4996

NAME: CHERCO L.C.

AUDIT NUMBER.....H97000002732

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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**ARTICLES OF ORGANIZATION OF
CHERCO L.C.**SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, does hereby establish the following:

1. **Name.** The name of the limited liability company is Cherco L.C.
2. **Duration.** The period of existence of the limited liability company is until December 31, 2046.
3. **Purpose.** This limited liability company is organized for the purpose of engaging in any lawful business in which a limited liability company may engage under Florida law.
4. **Principal Place of Business.** The address of its principal place of business is 1904 South 31st Avenue, Hallandale, Florida 33009.
5. **Registered Agent and Office.** The name and address of its initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is Richard Zegelbone at 1904 South 31st Avenue, Hallandale, Florida 33009.
6. **Admission of Additional Members.** Additional Members will be admitted only upon such terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.
7. **Transfer of Member Interests.** Except as otherwise provided in the Regulations, Member interests may be transferred only upon the unanimous written consent of all Members.
8. **Continuity.** The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this limited liability company.

Prepared by: Michael K. Chernick, Esq., FL Bar #0031781
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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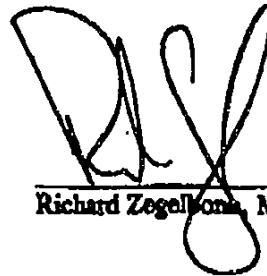
9. **Management.** Except as otherwise provided in the Regulations, the business of the limited liability company shall be conducted under the majority vote of the Members. The names and addresses of the managing members are as follows:

Richard Zegelbone
1904 South 31st Street
Hallandale, Florida 33009

Cheryl Zegelbone
1904 South 31st Street
Hallandale, Florida 33009

Tim Hashagen
1904 South 31st Street
Hallandale, Florida 33009

DATED this 14 day of February, 1997.



Richard Zegelbone, Member

Prepared by: Michael K. Chernick, Esq., FL Bar #0031781
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Fort Lauderdale, Florida 33301
(954) 764-6660

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**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for
Charco L.C., at the place designated herein, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete performance
of my duties.

DATED this 14 day of February, 1997.
Richard ZigelboisAPPROVED
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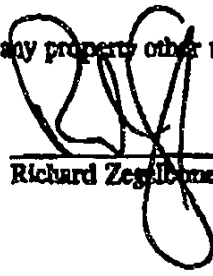
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Member of Cherco L.C. deposes and says:

1. The above-named limited liability company has at least two (2) Members;
2. The total amount of cash contributed by the Members is \$210,000; and
3. The Members have not contributed any property other than cash.


Richard Zegallone, MemberAPPROVED
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