

L97000000601



THE UNITED STATES
CORPORATION
COMPANY

RECEIVED
97 MAY 30 PM 12:15

ACCOUNT NO. : 072100000032

REFERENCE : 409964 11381A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 337.50

ORDER DATE : May 30, 1997

ORDER TIME : 10:58 AM

ORDER NO. : 409964-005

CUSTOMER NO: 11381A

200002196262--4

CUSTOMER: Ms. Judy Thacker
GARY DYTRYCH & RYAN

Suite 402
701 U.s. Highway 1
North Palm Beac, FL 33408

DOMESTIC FILING

NAME: A.M.J. HOLDINGS, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

W97-12693

4

MAY 30 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: A.M.J. HOLDINGS L.C.
Ref. Number: W97000012693

RESUBMIT
Please give original
submission date as file date.

We have received your document for A.M.J. HOLDINGS L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

PLEASE PROVIDE 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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 897A00029399

RECEIVED
97 JUN -2 AM 10:44
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION

FOR

A.M.J. HOLDINGS L.C.

a Florida Limited Liability Company

FILED
JUL 20 PM 1:16
MILLER COUNTY, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be A.M.J. HOLDINGS L.C.

2. Duration/Continuation. The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

3. The mailing address and street address of the Company is 7190 S.E. Federal Highway, Stuart, Florida 34997.

4. Registered Agent and Office. The name and street address of the initial registered agent and office for this Company is as follows: James H. Ryan, c/o Gary, Dytrych & Ryan, P.A., 701 U.S. Hwy. One, Suite 402, N. Palm Beach, FL 33408.

5. Admission of Additional Members; and Terms and Conditions of such Admissions. Additional Members may be admitted only upon the approval of the majority of the nontransferring members of the Company upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

6. Right to Continue Business. Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, unless the business of the Company is continued by the consent of all the remaining Members.

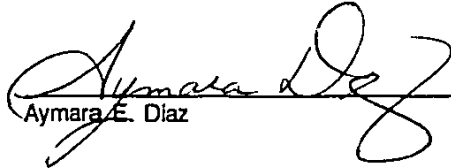
7. Management of Company. The management of the Company is reserved to the Members. The names and addresses of the Managerial Members are:

<u>Names</u>	<u>Addresses</u>
Aymara E. Diaz	117 Spinnaker Lane Jupiter, Florida 33477
Aimee M. Diaz	117 Spinnaker Lane Jupiter, Florida 33477
Michael A. Diaz	117 Spinnaker Lane Jupiter, Florida 33477

8. Regulations of Company. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).


9. Informal Action of Members. Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Manager(s) of the Company as part of its records.)

IN WITNESS WHEREOF, the undersigned Incorporator(s) have hereunto set their hands and seals this 28 day of May, 1997.

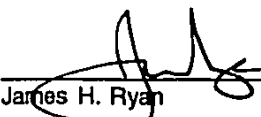

Aymara E. Diaz

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 28 day of May, 1997, by Aymara E. Diaz, who is personally known to me or who has produced _____ as identification.

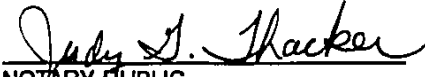

NOTARY PUBLIC JAMES H. RYAN
Notary Public, State of Florida
My Comm. Exp. June 3, 1999
No. CC468529

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.


James H. Ryan

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 28 day of May, 1997, by James H. Ryan, who is personally known to me or who has produced _____ as identification.


NOTARY PUBLIC
SERIAL NO.:

f:\docs\hram\org.art

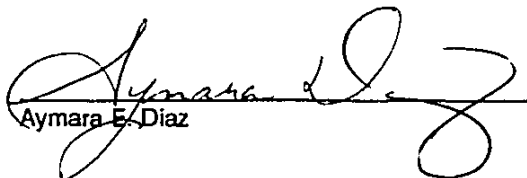
OFFICIAL NOTARY SEAL
JUDY G THACKER
COMMISSION NUMBER
CC389267
MY COMMISSION EXPIRES
AUG. 25, 1999

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF PALM BEACH


Before the undersigned authority personally appeared Aymara E. Diaz, who on oath says:

1. That she is a member of A.M.J. HOLDINGS L.C.
2. That A.M.J. HOLDINGS L.C. has at least two members.
3. The amount of cash and description and agreed value of the property other than cash contributed by the members is as follows: Aymara E. Diaz - \$1,000.00; Aimee M. Diaz - \$1,000.00; and Michael A. Diaz - \$1,000.00.
4. The amount anticipated to be contributed by the members is \$1,000.00 each member, for a total anticipated amount of \$3,000.00
FURTHER AFFIANT SAYETH NAUGHT.


Aymara E. Diaz

Sworn to and subscribed before me this 28 day of May, 1997 by Aymara E. Diaz, who is personally known to me or who has produced _____ as identification.

Signature of Notary


JAMES H. RYAN
Notary Public, State of Florida
Print, type or Stamp My Comm. Exp. June 3, 1999
Commissioned Name of Notary Public

FILED IN PUBLIC RECORDS

APR 30 PM 1:10

1997