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072100000032 ACCOUNT NO. :

720250 4322747 REFERENCE :

AUTHORIZATION

ORDER DATE: February 25, 1998

ORDER TIME : 12:09 PM

ORDER NO. : 720250-005

CUSTOMER NO:

4322747

500002441615--3

CUSTOMER: Gloria Dunn, Legal Assistant

GRUBMAN INDURSKY & SCHINDLER,

P.C.

152 W. 57th St.

31st Fl.

New York, NY

DOMESTIC FILING

DC&Z LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the limited liability company is DC&Z, LLC.

PINSESSER 26 PM 5: 17

ARTICLE II - Address:

The mailing address of the principal office of the Limited Liability Company is 7227 Clint Moore Road, Boca Raton, Florida 33496.

ARTICLE III - Duration:

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

ARTICLE IV - Management:

- The Limited Liability Company is to be managed by a manager or managers and the names(s) and address(es) of such manager(s) who is/are to serve as manager(s) is:
- The Limited Liability Company is to be managed by the members and the name and address of the managing members are:

Joseph Zappala 7227 Clint Moore Road Boca Raton, Florida 33496.

Nunzio DeSantis 4609 Rio Grande Boulevard Albuquerque, New Mexico 78102

Larry H. Schatz, authorized/representative of member

AFFIDAVIT OF MEMBERSHIP CONTRIBUTIONS

says:	The undersigned member or authorized representative of a member of DC&Z, LLC	deposes and
1)	the above named limited liability company has at least two members	P. C.
2)	the total amount of cash contributed by the member(s) is	ر: د َ\$
3)	if any, the agreed value of property other than cash contributed by member(s) is A description of the property is attached and made a part hereto	\$
4)	the amount of cash or property anticipated to be contributed by member(s) is	\$ <u>1,000.00</u>
5)	Larry H. Schatz, authorized representative of member	\$ <u>1,000.00</u>

(In accordance with section 608.408(3), Florida statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

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 DC&Z, LLC.
- 2. The name and address of the registered agent and Office is:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301-2607

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.

Patricia Piguto

Date