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FLORIDA DIVISION OF CORPORATIONS

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FAX #:

NAME: PAVER CITY, LLC

AUDIT NUMBER.....H98000012482

DOC TYPE.....LIMITED LIABILITY COMPANY

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ARTICLES OF ORGANIZATION
OF
PAVER CITY, LLC

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I
Name

The name of the limited liability company is PAVER CITY, LLC.

Article II
Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

Article III
Nature of Business and Mailing Address

This Company is organized for the purpose of transacting any or all lawful business. The mailing address and the street address of the Company's initial principal office is 3300 N.W. 27th Avenue, Pompano Beach, Florida 33069.

THIS DOCUMENT PREPARED BY:

Mark J. Scheer, Esq.
Gunster, Yoakley, Valdes-Fauli
& Stewart, P.A.
Suite 3400 - One Biscayne Tower
2 South Biscayne Boulevard
Miami, Florida 33131
Tel: (305) 376-6040

Florida Bar No.: 0710430

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Article IV
Initial Registered Office and Agent

The street address of the initial registered office of this Company is One Biscayne Tower - Suite 3400, 2 South Biscayne Boulevard, Miami, Florida 33131, and the name of the initial registered agent of this Company at that address is Valdes-Fauli Corporate Services, Inc..

Article V
Share Certificates

Each Member's interest in the Company shall be evidenced by a membership or share certificate. The amount of capital which the initial sole Member has committed as her initial capital contribution is Two hundred Fifty Dollars (\$250.00). Additional capital contributions may be received and additional shares issued at such times and in such amounts as may be determined and allowed as provided in the Operating Agreement.

Article VI
Addition of New Members

New owners who take their interest directly from the Company will be admitted as Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all Members or as otherwise provided in the Operating Agreement of the Company.

Article VII
Continuation on Death, Retirement, Etc. of Members

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 Company. The Company shall terminate upon the consent of all Members or as otherwise provided in accordance with the terms of the Operating Agreement.

Article VIII
Management

(a) Number. This company shall initially be managed by two (2) managers. The number of managers may be increased or diminished from time to time by the members. The managers hereby appointed by the members shall serve until the first annual meeting of the members, or until their successors are elected and qualify.

FAX AUDIT NO.: H98000012482

(b) Initial Managers. The names and street addresses of the initial managers of the company are:

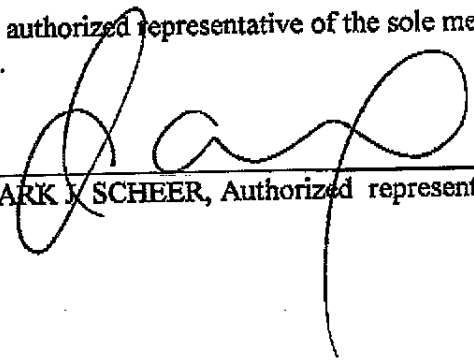
<u>Names</u>	<u>Street Addresses</u>
Joseph Brito	3300 N.W. 27th Avenue Pompano Beach, Florida 33069
Raelene Brito	3300 N.W. 27th Avenue Pompano Beach, Florida 33069

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Article XI
Amendment

This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of the sole member has executed these Articles the 6th day of July, 1998.


MARK J. SCHEER, Authorized representative

STATE OF FLORIDA]
] ss.:
COUNTY OF MIAMI-DADE]

The foregoing instrument was acknowledged before me this 6th day of July, 1998 by MARK J. SCHEER, who has produced as identification _____ or is personally known to me.


Notary Public, State of Florida at Large

My Commission Expires:



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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, 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.

Valdes-Fauli Corporate Services, Inc.

By 

Mark J. Scheer, Esq., Vice President

Dated: July 6, 1998

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STATE OF FLORIDA)
 : SS
COUNTY OF MIAMI-DADE)

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BEFORE ME, a Notary Public, personally appeared MARK J. SCHEER ("Affiant"), on behalf of the sole member of PAVER CITY, LLC, a limited liability company ("PAVER CITY"), who, deposes and states that:

1. PAVER CITY has at least one member.
2. The total initial capital contributions and anticipated capital of the initial member of PAVER CITY is Two Hundred Fifty Dollars (\$250.00).
3. Except for the cash stated in No. 2 above, there shall be no property contribution made, or anticipated to be contributed, by the members.

FURTHER AFFIANT SAYETH NAUGHT.


MARK J. SCHEER, Authorized Representative

The foregoing instrument was acknowledged before me this 6th day of July, 1998, by MARK J. SCHEER, who is personally known to me or has produced _____ as identification.


Notary Public, State of Florida at Large

My Commission Expires:

