



THE UNITED STATES
CORPORATION
COMPANY

L98000001123

ACCOUNT NO. : 072100000032

REFERENCE : 895992 82475A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 337.50

ORDER DATE : July 17, 1998

ORDER TIME : 2:56 PM

ORDER NO. : 895992-005

CUSTOMER NO: 82475A

CUSTOMER: Ms. Carol Martinkowski
DUNN ABRAHAM & SWAIN

347 South Ridgewood Avenue

Daytona Beach, FL 32114

FILED STATE
SECRETARY OF CORPORATIONS
98 JUL 17 PM 4:00

900002592449--0

DOMESTIC FILING

NAME: FDN, L.C.

(5)

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS

341
7/17/98

RECEIVED
98 JUL 17 PM 3:22
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION

of

FDN, L.C.

A Florida Limited Liability Company

The undersigned member, on behalf of the members of the within named limited liability company, hereby forms this limited liability company (hereinafter referred to as "this company") under the provisions of the Florida Limited Liability Company Act.

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DIVISION OF CORPORATIONS
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ARTICLE 1

NAME

The name of this company is FDN, L.C.

ARTICLE 2

TERM OF EXISTENCE

The term of existence of this company is perpetual. The date and time at which the existence of this company begins is the date and time of filing of these articles of organization by the Department of State of the State of Florida.

ARTICLE 3

PURPOSE

The purpose for which this company is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the Florida Limited Liability Company Act or under the laws of any other jurisdictions in which this company may conduct business. This company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to invest the funds of this limited liability company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of this company enumerated in these articles of organization or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this company.

ARTICLE 4
PRINCIPAL OFFICE

The mailing address and street address of the principal office this company are:

Mailing address: 227 Fairway Drive
Ormond Beach, Florida 32176

Street address: 227 Fairway Drive
Ormond Beach, Florida 32176

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ARTICLE 5
REGISTERED AGENT; REGISTERED OFFICE

The name and street address of the initial registered agent of this company in the State of Florida are as follows:

Name: Pramila Desai

Street Address: 227 Fairway Drive
Ormond Beach, Florida 32176

ARTICLE 6
ADMISSION OF ADDITIONAL MEMBERS

The members of this company are given the right to admit additional members upon the condition that each new member is approved for admission by vote or consent in writing of all of the members then existing.

ARTICLE 7
CONTINUATION OF BUSINESS

The remaining members of this company are given the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

ARTICLE 8
MANAGEMENT

The management of this company is reserved to its members. The names and addresses of the initial managing members are as follows:

Name: Vino Ferrini
Address: 13624 Gamma Road
Dallas, Texas 75244


Name: Pramila Desai
Address: 227 Fairway Drive
Ormond Beach, Florida 32176

Name: Bhupatrai P. Naran
Address: 13624 Gamma Road
Dallas, Texas 75244

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1998

EXECUTION

The undersigned member of this limited liability company executes these articles of organization this 10th day of July, 1998.

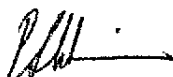


Pramila Desai

STATEMENT OF ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment. I further state that I am familiar with and accept the obligations of that position.

Dated July 10, 1998.



Pramila Desai


**AFFIDAVIT AS TO MEMBERS OF AND CONTRIBUTIONS TO
FDN, L.C., A FLORIDA LIMITED LIABILITY COMPANY**

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The undersigned declares that:

1. She is a member and one of the initial managing members of FDN, L.C., Florida limited liability company.
2. FDN, L.C. has at least one member.
4. The amount of cash contributed to FDN, L.C. by its members is as follows:
None.
5. A description and the agreed value of property other than cash contributed to FDN, L.C. by its members is as follows: None.
6. The amount of cash and agreed value of property and services other than cash anticipated to be contributed to FDN, L.C. by its members, in addition to the amounts contributed as set forth in paragraphs 4 and 5 above, is as follows: \$500,000.

Dated: July 10, 1998.



Pramila Desai

STATE OF FLORIDA
COUNTY OF VOLUSIA

Sworn to and subscribed before me this 10th day of July, 1998, by Pramila Desai. She is personally known to me.

(Notary Seal)



Notary Public, State of Florida



Robert Abraham
MY COMMISSION # CG639799 EXPIRES
August 6, 2001
BONDED THRU TROY FAIR INSURANCE, INC.