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LIMITED LIABILITY COMPANY

LTK, LLC

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 9, 1998

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ARTICLES OF ORGANIZATION FOR

LTMK, LLC

**ARTICLE I
NAME**

The name of the Limited Liability Company is: LTMK, LLC

**ARTICLE II
ADDRESS**

The mailing address, principal and street address of the principal office of the Limited Liability Company is: 1680 Fruitville Road Suite 102, Sarasota, FL 34236

**ARTICLE III
DURATION AND COMMENCEMENT**

The Company shall commence on the date these Articles are filed with the Department of State, and the period of duration shall be perpetual or until dissolved in accordance with the Operating Agreement or provisions of the Florida Statutes.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by a manager or managers. Each of the following managers shall have the authority to execute documents to bind the Company without the necessity of any of the other managers executing the documents. The names and address of the member managers are:

Levin and Tannenbaum, P.A., a Florida Professional Corporation
1680 Fruitville Road, Suite 102
Sarasota, Florida 34236

Mark S. Kauffman
1290 N. Palm Ave.
Sarasota, Florida 34236

Mindy Kauffman
1290 N. Palm Ave.
Sarasota, Florida 34236

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**ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS**

The right of the members to admit additional members and the terms and conditions of the admissions shall be by unanimous consent of members.

**ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS**

The remaining members of the Company have the right to continue the business upon 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 in the limited liability company. The business may be continued only on the unanimous written consent of the remaining members.


**ARTICLE VII
REGISTERED AGENT AND OFFICE**

The name of the company's initial registered agent in Florida is Jerome S. Levin,
1680 Fruitville Road, Suite 102, Sarasota, FL 34236

**ARTICLE VIII
PURPOSE**

The purpose for which the Company is organized is to engage in any and all business and activities permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned as authorized agent for the Company has executed these Articles of Organization this 9 day of October, 1998.


Levin and Tannenbaum, P.A., a Florida Corporation
By: Jerome S. Levin, Vice President

Prepared by:
Jerome S. Levin
Levin and Tannenbaum P.A.
1680 Fruitville Road #102
Sarasota, Florida 34236
941-318-0111
Bar # 213594

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF LTMK, LLC**

The undersigned member or authorized representative of a member of LTMK, LLC deposes and says:

1. The above named limited liability company has at least two members
2. The total amount of cash contributed by the members is \$3,000.00
3. If any, the agreed value of property other than cash contributed by members is \$-0-..
4. The total amount of cash or property anticipated to be contributed by members is \$3,000.00. This total includes amounts from (2) and (3) above.

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

LTMK, LLC

By: Jerome S. Levin
Levin and Tannenbaum, P.A., Manager
By: Jerome S. Levin, Vice President

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STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on October 9, 1998 by Jerome S. Levin, Vice President of Levin and Tannenbaum, P.A. who is/are personally known to me or who has/have produced _____ as identification.

Notary Public State of Florida

My Commission Expires:

Linda C. Burmester

Prepared by:
Jerome S. Levin
Levin and Tannenbaum P.A.
1880 Fruitville Road #102
Sarasota, Florida 34236
941-318-0111
Bar # 213594



LINDA C. BURMESTER
COMMISSION # CC 695549
EXPIRES DEC 12, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

P:\DATA\LTMK\CERT.LLC

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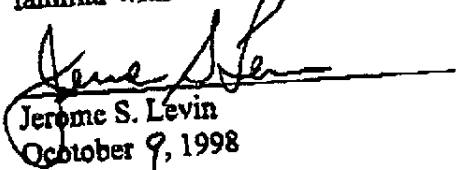
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/OFFICE**

Pursuant to the provisions of section 608.415 or 608.507 Florida Statutes, the undersigned limited liability company submits the following statement in designation of the registered agent and office in the State of Florida.

1. The name of the limited liability company is LTMK, LLC
2. The name and address of the registered agent and office is;

Jerome S. Levin
1680 Fruitville Road
Suite 102
Sarasota, Fl. 34236

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 duties, and I am familiar with and accept the obligations of my position as registered agent.


Jerome S. Levin
October 9, 1998

Prepared by:
Jerome S. Levin
Levin and Tannenbaum P.A.
1680 Fruitville Road #102
Sarasota, Florida 34236
941-316-0111
Bar # 213594

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