L98000002340

ACCOUNT NO. : 072100000032

REFERENCE : 003582   4371937

AUTHORIZATION :

COST LIMIT : $ 337.50   _Patricia Pizzitt_

ORDER DATE : October 21, 1998

ORDER TIME : 11:0 AM

ORDER NO. : 003582-005

CUSTOMER NO: 4371937

CUSTOMER: Marilyn Kuffner, Legal Asst
TRIVEST, INC.
TRIVEST, INC.
2665 S. Bayshore Drive
Suite #800
Miami, FL 33133

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 21 PM 2: 08

DOMESTIC FILING

NAME: TRIVEST-DYNO, LLC

EFFECTIVE DATE:

XX___ ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

100002669201---1

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell
                              EXAMINER'S INITIALS:

DIVISION OF CORPORATION
98 OCT 21 PM 2: 04
RECEIVED

Name Availability	*mgH*
Document Examiner	*mgH*
Updater	*mgH*
J Carer Verifyer	*mgH*
Acknowledgement	*mgH*
...P. Verifyer	*mgH*

ARTICLES OF ORGANIZATION
OF
TRIVEST-DYNO, LLC

ARTICLE I - Name

The name of the Limited Liability Company is TRIVEST-DYNO, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is: c/o Trivest, Inc, 2665 South Bayshore Drive, Suite 800, Miami, Florida 33133-5401.

ARTICLE III - Duration

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company's Regulations or Florida law.

ARTICLE IV - Management

The Company will be managed by the Managers (the "Managers"). The Managers shall be selected by the members in the manner prescribed by and provided for in the Regulations of the Company. The Managers shall also have the responsibilities accorded to them by the members and as set forth in the Regulations of the Company. The names and addresses of the Managers who are to serve until their successors are otherwise selected are as follows:

Earl W. Powell
c/o Trivest, Inc.
2665 South Bayshore Drive
Suite 800
Miami, Florida 33133-5401

Peter W. Klein
c/o Trivest, Inc.
2665 South Bayshore Drive
Suite 800
Miami, Florida 33133-5401

Derek A. McDowell
c/o Trivest, Inc.
2665 South Bayshore Drive
Suite 800
Miami, Florida 33133-5401

ARTICLE V - Members' Rights to Continue Business

The remaining members of the Company have the right to continue the business in the event of the termination of the Company at any time due to the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member in the Company, provided that all of the remaining members agree to do so in writing within 120 days after the date of such member's termination of membership.

ARTICLE VI- Registered Agent and Office

The street address of the Company's initial registered office is c/o Trivest, Inc., 2665 South Bayshore Drive, Suite 800, City of Miami, County of Miami-Dade, State of Florida 33133-5401, and the name of its initial registered agent at such office is **Peter W. Klein**

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of TRIVEST-DYNO, LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §608.415.

_____
Peter W. Klein

Dated: October 20, 1998.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of TRIVEST-DYNO, LLC deposes and says: The LLC has at least one member

1.   the total amount of cash contributed by the members is: $100.

2.   if any, the agreed value of property other than cash contributed by members is: $ - 0 -.

3.   the total amount of cash or property anticipated to be contributed by members is: $100.
      This total includes amount from 1 and 2 above.

_____
Signature of a member or authorized representative of a member
PETER W. KLEIN

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