

L9900003302

LAW OFFICES OF
BARRY A. DIAMOND, P.A.
CORAL SPRINGS COMMERCE CENTRE
9721 WEST SAMPLE ROAD • POST OFFICE BOX 3379
CORAL SPRINGS, FLORIDA 33065
BROWARD: (954) 752-5000 • FAX: (954) 752-0558

May 24, 1999

VIA AIRBORNE EXPRESS

Corporate Records Bureau
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

400002885724--7
-05/25/99--01065--001
****285.00 ****285.00

Re: **Articles of Organization**

Gentlemen:

Enclosed herewith, in duplicate, please find Articles of Organization for the following new limited liability company:

RWD HOLDINGS, LLC

Also enclosed is my check in the amount of \$285.00 for filing the Articles of Organization and a copy to be returned to the undersigned at the above-referenced address in the pre-addressed Airborne Express package as time is of the essence.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

BARRY A. DIAMOND

BD/paw

encs.

L99-3302

Name	OR 6-9
Availability	
Document Examiner	OR
Updater	OR
Updater Verifier	OR
Acknowledgment	OR
W. P. Verifier	OR



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 28, 1999

BARRY A. DIAMOND
9728 WEST SAMPLE ROAD
CORAL SPRINGS, FL 33065

SUBJECT: RWD HOLDINGS, LLC
Ref. Number: W99000012587

We have received your document for RWD HOLDINGS, LLC and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 199A00029585

FILED
99 JUN -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES OF
BARRY A. DIAMOND, P.A.
CORAL SPRINGS COMMERCE CENTRE
9728 WEST SAMPLE ROAD • POST OFFICE BOX 9579
CORAL SPRINGS, FLORIDA 33065

BROWARD: (954) 752-5000 • FAX: (954) 752-0558

June 7, 1999

VIA AIRBORNE EXPRESS

Corporate Records Bureau
Department of State
409 East Gaines Street
Tallahassee, Florida 32399
Attn: Tammi Cline

Re: Articles of Organization for RWD HOLDINGS, LLC

Dear Ms. Cline:

Pursuant to your letter dated May 28, 1999 (copy enclosed), enclosed herein please find Articles of Organization, in duplicate, which now contains the Affidavit as required by your May 28 letter. Please file the Articles and return the filed copy to our office, as requested in our letter to you dated May 24, 1999, in the pre-addressed Airborne Express package we have included, as time is of the essence.

Should you have any questions whatsoever regarding this matter, feel free to contact our office at your earliest convenience.

Very truly yours,


BARRY A. DIAMOND

BD/paw

enc.

FILED
99 JUN -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

99 JUN -8 PM 5: 00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
RWD HOLDINGS, LLC

The undersigned hereby form and establish a Limited Liability Company pursuant to Chapter 608, Florida Statutes, as follows:

ARTICLE I

The name of this Limited Liability Company is RWD HOLDINGS, LLC.

ARTICLE II

This Limited Liability Company shall have perpetual existence commencing on the date of the filing of these Articles with the Florida Department of State unless sooner terminated as provided in any Operating Agreement for this Limited Liability Company.

ARTICLE III

The mailing address and street address of the principal place of business of this Limited Liability Company are 2590 Powerline Road, Pompano Beach, Florida 33069. This Limited Liability Company may, at its discretion, at any time, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this Limited Liability Company are BARRY A. DIAMOND, ESQUIRE, 9728 West Sample Road, Coral Springs, Florida 33065.

ARTICLE V

This Limited Liability Company is to be managed by a manager, who is to serve as manager until the first annual meeting of the members of this Limited Liability Company or until his/her successors are elected and qualify. The name and mailing address of the initial manager are ROBERT PROVOST, 2590 N. Powerline Road, Pompano Beach, Florida 33069.

ARTICLE VI

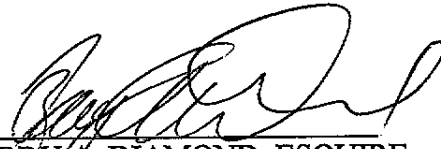
Subject to any preemptive rights existing as of the date of execution of these Articles, additional members may be admitted to this Limited Liability Company upon

such terms and conditions as shall be established by the members of this Limited Liability Company.

ARTICLE VII

Subject to the terms of any Operating Agreement of this Limited Liability Company, the business of this Limited Liability Company shall be dissolved 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 this Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has subscribed and acknowledged these Articles of Organization at Coral Springs, Broward County, Florida, this 24th day of May, 1999.


BARRY A. DIAMOND, ESQUIRE
Subscriber

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 24th day of May, 1999, by BARRY A. DIAMOND, ESQUIRE, who (is personally known to me/has produced _____ as identification) and who (did/did not) take an oath.

(SEAL)


Please Print Name: _____

Notary Public, State of Florida at Large
Serial No. (if any): _____



PATRICIA A. WILLIAMS
My Commission CC404503
Expires Sep. 11, 1999

FILED
99 JUN - 8 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of section 608.407, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, the Limited Liability Company, RWD HOLDINGS, LLC, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization at the City of Coral Springs, State of Florida, has named BARRY A. DIAMOND, ESQUIRE, located at Coral Springs Commerce Center, 9728 West Sample Road, Coral Springs, Florida 33065, as its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated Limited Liability Company, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



BARRY A. DIAMOND, ESQUIRE
Registered Agent

B052199A

FILED
99 JUN -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT

BEFORE ME, the undersigned authority, personally appeared BARRY A. DIAMOND, ESQUIRE, and after being first duly sworn, deposes and says as follows:

1. That he is the subscriber to the Articles of Organization for RWD HOLDINGS, LLC.
2. That said Limited Liability Company has at least one member.
3. That the actual amount of cash contributions to date which have been made to said Limited Liability Company is \$0.00.
4. That the agreed value and a description of any property other than cash which have been made to said Limited Liability Company to date is as follows:

Property Description	Agreed Value
None	\$0.00

5. That the total amount of cash or property anticipated to be contributed by the Members of said Limited Liability Company is \$10,000.00.

FURTHER AFFIANT SAYETH NAUGHT.

IN WITNESS WHEREOF, Affiant has hereunto set his hand and seal this 7th day of June, 1999.

Signed, sealed and delivered
in the presence of us:

FILED

99 JUN -8 PM 5:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BARRY A. DIAMOND, ESQUIRE

STATE OF FLORIDA
COUNTY OF BROWARD

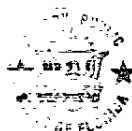
The foregoing instrument was acknowledged before me this 7th day of June, 1999, by BARRY A. DIAMOND, ESQUIRE, who (is personally known to me/has produced _____ as identification) and who (did/did not) take an oath.

(SEAL)

Please Print Name: _____

Notary Public, State of Florida at Large

Serial No. (if any): _____



PATRICIA A WILLIAMS
My Commission CC4945C3
Expires Sep. 11, 1999