

L99000004063



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 298563 9483A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 285.00

ORDER DATE : July 7, 1999

ORDER TIME : 10:41 AM

ORDER NO. : 298563-005

CUSTOMER NO: 9483A

500002925145--6

CUSTOMER: Marc Feldman, Esq
MARC FELDMAN, ESQ
MARC FELDMAN, ESQ
3908 26th Street West

Bradenton, FL 34205

DOMESTIC FILING

NAME: PDC PROPERTIES, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL -7 PM 4:01

RECEIVED
99 JUL -7 PM 12:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AL

ARTICLES OF ORGANIZATION *of* PDC PROPERTIES, L.L.C.

These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

ARTICLE ONE: NAME AND ADDRESS

The name of the company is PDC Properties, L.L.C. The street address of its principal office is 410 43rd Street West, Suite I, Bradenton, Florida 34209, and its mailing address is the same.

ARTICLE TWO: COMMENCEMENT AND DURATION

The company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State and it shall exist perpetually thereafter.

ARTICLE THREE: REGISTERED OFFICE AND AGENT

The initial registered agent of the company is Marc H. Feldman, whose business office is the same as the registered office of the company, that being 3908 26th Street West, Bradenton, Florida 34205.

ARTICLE FOUR: ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the company except upon the affirmative unanimous vote of all the members of the company, on such terms and conditions as shall be agreed to by all the members.

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ARTICLE FIVE: TERMINATION OF MEMBERSHIP

The remaining members shall have the right to continue the business of the company 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 company.

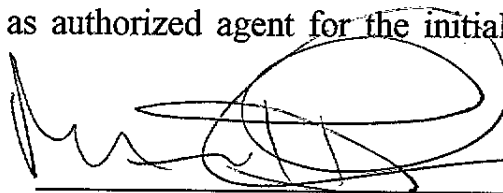
ARTICLE SIX: MANAGEMENT

The company shall be managed by a one or more managers who shall be elected annually by unanimous vote of the members. The regulations of the company may set forth further consistent provisions regarding the election of managers and their responsibilities as managers. The name and address of the first manager of the company is Darla W. Cook, 410 43rd Street West, Suite I, Bradenton, Florida 34209.

ARTICLE SEVEN: REGULATIONS

Regulations of the company may be adopted, altered, amended, or repealed only upon the unanimous vote of the members.

In Witness Whereof, these Articles of Organization are executed on 6 July 1999 by Marc H. Feldman, as authorized agent for the initial members of the company.



Marc H. Feldman

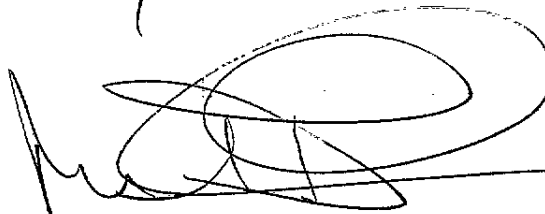
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Marc H. Feldman, am a resident of the State of Florida and hereby accept my appointment as registered agent for PDC Properties, L.L.C., a Florida limited liability company. I will maintain the registered office of the company in Manatee County, Florida, at my business office, which is 3908 26th Street West, Bradenton, Florida 34205.

I am familiar with and accept the obligations imposed upon me as registered agent under Florida Law.

Dated this 6TH day of JULY, 19 99



Marc H. Feldman

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AFFIDAVIT

Before me personally appeared Marc H. Feldman , who, being duly sworn and under penalty of perjury, deposes and says that:

1. He is an authorized agent for a member of PDC Properties, L.L.C., a Florida limited liability company ("the company") having personal knowledge of the matters stated herein, all of which are true and correct.
2. The company has at least one member.
3. The total amount of cash contributed to the company by the members of the company is: \$1,000.00
4. The agreed value of property other than cash contributed to the company by the members of the company is: *none*
5. No additional contributions of cash or of property other than cash are anticipated to be contributed to the company by the members of the company.


Marc H. Feldman

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State of Florida, County of Manatee

Sworn to and subscribed before me on 6 July 1999

Marc H. Feldman, who personally appeared before me and produced the following identification: _____


Notary Public

Peggy A. Swisher
Printed Name

