Telephone (954) 764-0005 Facsimile (954) 764-1478

1323 Southeast Third Avenue Fort Lauderdale, Florida 33316

VIA UPS OVERNIGHT MAIL

Buck Kohr Division of Corporations Secretary of State 409 East Gaines Street Tallahassee, Florida 32399

400002943844 -07/28/99--01046--004 ****285.00 ****285.00

RE: Formation of Blackbridge Partners, L.L.C.

Dear Buck:

Enclosed please find this firm's check in the amount of \$285.00 representing the amount due to form the above-named L.L.C. If there is anything else you require, or if you have any questions, please contact me.

Sincerely yours,

Cindy Cohick, Secretary to H. COLLINS FORMAN, JR.

/cc encls.

19900004605 CF-285

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Blackbridge Partners, L.L.C.

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 4300 North University Dr., Lauderhill, Florida 33351.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV – Management: (Check the appropriate box and complete the statement)

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are:

William M. Murphy

4300 North University Dr., D-103

Lauderhill, Florida 33351

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

ARTICLE V - Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

With the consent of all members, additional members can be admitted.

H. Collins Forman, Jr., Esq. H. Collins Forman, Jr., P.A. Florida Bar Number: 612219 1323 Southeast Third Avenue Fort Lauderdale, Florida 33316 (954) 764-1005

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, 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 shall be:

The remaining members shall continue the business of the limited liability company

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Blackbridge Partners, L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is

\$100.00

- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0- (A description of the property is attached and made a part hereto); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$100.00

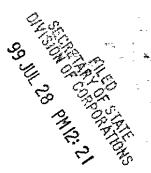
Signature of a member or an authorized representative of a member

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

William M. Murphy

Typed or printed name of signee





PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: Blackbridge Partners, L.L.C.
- 2. The name and the Florida street address of the registered agent are:

William M. Murphy Name

4300 North University Dr., D-103 Florida street address (P.O. Box not acceptable)

> Lauderhill, Florida 33351 City, State and Zip

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

Wils Willingthe Signature

F:\doc\atty\cc\Blackbridge LLC Certificate.doc