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Priscilla Elliott Rosenberg, Esq.
Rosenberg & Rosenberg, Attorneys at Law, LLC
600 East Strawbridge Avenue
Melbourne, FL 32901

September 16, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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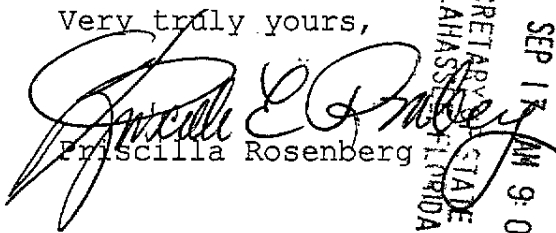
Re: Limited Liability Company Filing
- Articles of Organization
- Registered Agent Designation

Dear Sir or Madam:

Attached please find the above documents for Rosenberg & Rosenberg, Attorneys at Law, L.L.C., together with my check for \$285 (\$250 for filing the Articles of Organization (which includes my affidavit) and \$35 for the Registered Agent Designation. Please process these documents and send me confirmation that we are properly registered with the State of Florida.

Thank you in advance for your assistance. Please feel free to call me at 407/727-9388 should you have any questions or should you need further details.

Very truly yours,


Priscilla Rosenberg

Enclosures

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TALLAHASSEE, FLORIDA

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9-21-99

**ARTICLES OF ORGANIZATION
FOR
ROSENBERG & ROSENBERG,
ATTORNEYS AT LAW, L.L.C.**

ARTICLE I – Name: The name of the Limited Liability Company is: Rosenberg & Rosenberg, Attorneys at Law, L.L.C.

ARTICLE II – Address: The mailing address and street address of the principal office of the Limited Liability Company is: 600 East Strawbridge Avenue, Melbourne, FL 32901.

ARTICLE III – Duration: The period of duration for the Limited Liability Company shall be thirty (30) years.

ARTICLE IV -- Management: The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Priscilla Elliott Rosenberg, 4172 Sparrow Hawk Road, Melbourne, FL 32934
Alan Mark Rosenberg, 4172 Sparrow Hawk Road, Melbourne, FL 32934

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: No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

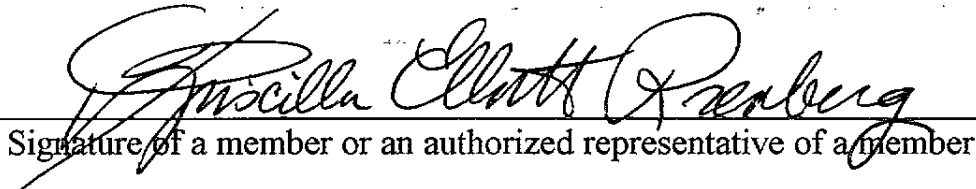
ARTICLE VI -- Members' Rights to Continue Business: The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be: 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 shall terminate the right of the remaining members of the Limited Liability Company to continue the business thereafter unless, within One Hundred Eighty (180) Days after the occurrence of such an event, all the remaining members agree in writing to continue the business of the Limited Liability Company.

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ARTICLE VII – Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of Rosenberg & Rosenberg, Attorneys at Law, 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 members is \$10,000.00
- 3) if any, the agreed value of property other than cash contributed by members is 0.00
- (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 members is: \$10,000.00


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 facts stated herein are true.)

Priscilla Elliott Rosenberg

Typed or printed name of signee

Filing fee: \$250.00 for Articles and Affidavit

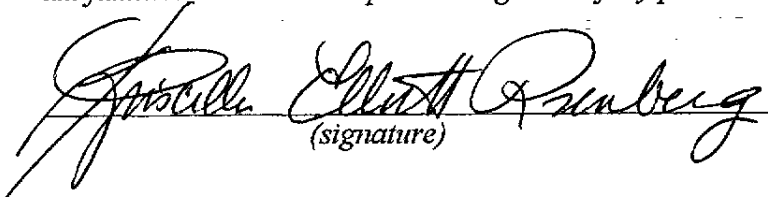
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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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: Rosenberg & Rosenberg, Attorneys at Law, L.L.C.
2. The name and the Florida street address of the registered agent and office are:
Priscilla Elliott Rosenberg
Rosenberg & Rosenberg, Attorneys at Law, L.L.C.
600 East Strawbridge Avenue
Melbourne, FL 32901

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 obligation of my position as registered agent.


(signature)

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Filing Fee: \$35 for Designation of Registered Agent