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CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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

RE: Meyer Investment Company, L.L.C.

Dear Sir/Madam:

I enclose the Articles of Organization, an Affidavit of Membership and Contributions and a Certificate of Designation of Registered Agent/Registered Office for the above-referenced limited liability company. Additionally, I enclose a check in the amount of \$293.75 to cover the filing fees, the fees associated with the registered agent designation and certified copy of such documents.

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

Very truly yours,

David W. Jamison Jr

David W. Jamison, Jr.

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Enclosures

cc: Tom Gillon
Joseph Rosenman, CPA

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JB
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ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. - NAME

The name of the Limited Liability Company is MEYER INVESTMENT
COMPANY, L.L.C.

ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of the Limited
Liability Company is:

1370 Ocean Boulevard South
Pompano Beach, FL 33062

ARTICLE III. - DURATION

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

ARTICLE IV. - MANAGEMENT

The Limited Liability Company is to be managed by a Manager who need not be
a member. The name and address of the Manager is:

Lloyd H. Meyer
1370 Ocean Boulevard South
Pompano Beach, FL 33062

ARTICLE V. - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and
the terms and conditions of the admissions shall be with consent of the Manager under
Section 1.03 of the Regulations of the Lloyd H. Meyer Investment Company, L.L.C.

ARTICLE VI. - MEMBERS RIGHTS TO CONTINUE BUSINESS

The limited liability company shall continue until the occurrence of any one or
more of the following events:

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(a) Upon the unanimous decision of the Members holding voting units to dissolve the company; or

(b) Upon the termination of membership of a member if at such time the Dissociating Member was the sole Member.


Lloyd H. Meyer, Member

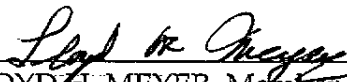
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Date

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member, or authorized representative of a member, of Meyer Investment, L.L.C. deposes and says:

1. The above-named limited liability company has at least one member.
2. The total amount of cash contributed by the members is \$0.
3. If any, the agreed value of property other than cash contributed by the member is \$5,000,000. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by the member is \$5,000,000. This total includes amounts from 2 and 3 above.



LLOYD H. MEYER, Member

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Description of Property Contributed to
Meyer Investment Company, L.L.C.

<u>Member</u>	<u>Property Description</u>
Lloyd H. Meyer	Marketable securities

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CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE

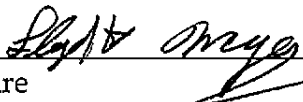
Pursuant to the provisions of Section 608.415 to 680.507, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: MEYER INVESTMENT COMPANY, L.L.C.

2. The name and address of the registered agent and office if:

Lloyd H. Meyer
1370 Ocean Boulevard South
Pompano Beach, FL 33062

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.

Signature 

Date 9/6/99

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