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Law Office  
Austin A. Frye  
20900 West Dixie Highway  
North Miami Beach, Florida 33180

November 12, 1999

100003054361--4

-11/24/99-01072-008  
\*\*\*\$125.00 \*\*\*\$125.00

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: WBM ASSOCIATES, L.L.C.

I have enclosed an original copy of the Articles of Organization and Designation of Registered Agent for WBM ASSOCIATES, L.L.C., along with a copy and a check in the amount of \$125.00 payable to the Florida Department of State to cover the following fees:

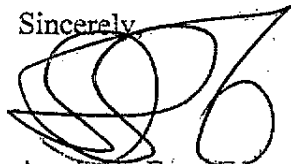
Filing Fee	\$100.00
Registered Agent Fee	\$ 25.00

Please send a copy of the Articles of Organization to:

Austin A. Frye, Esq.  
20900 West Dixie Hwy.  
N. Miami Beach, FL 33180

Thank you for your cooperation with this matter.

Sincerely,



Austin A. Frye, Esq.

AAF/rd

Enclosures

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99 NOV 24 PM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mt  
11/30

**ARTICLES OF ORGANIZATION  
OF  
WBM ASSOCIATES, L.L.C.**

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The undersigned Member to these Articles of Organization hereby forms a Limited Liability Company under the laws of the State of Florida in accordance with Florida Statutes Chapter 608.

**ARTICLE I  
COMPANY NAME**

The name of this Limited Liability Company shall be:

WBM ASSOCIATES, L.L.C.

**ARTICLE II  
TERM OF EXISTENCE**

This Limited Liability Company shall have perpetual existence.

**ARTICLE III  
NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Limited Liability Company is to engage in any and all business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV  
REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address and mailing address of the initial registered office of this Limited Liability Company in the State of Florida shall be:

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99 NOV 24 PM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Willy Moses  
4211 N. Hills Drive  
Hollywood, FL 33021

The principal address is the same.

The Members may, from time to time, move the registered office to any other address in the State of Florida.

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
Willy Moses  
Date: 11/17/99

ARTICLE V  
MEMBERS

This Limited Liability Company shall have one Member initially. The number of Members may be increased from time to time by By-Laws adopted by the Members, but shall never be less than one (1).

Management of the Limited Liability Company is to be vested in the Members of the Company.

In the event of the death, disability, resignation or any other event which renders a Member unable to continue his/her membership in the Company, operation of the Company shall be vested in the remaining Members.

ARTICLE VI  
INITIAL MEMBER

The name of the initial Member of this Limited Liability Company and his street address is:

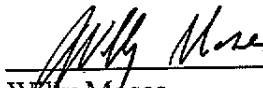
Willy Moses  
4211 N. Hills Drive  
Hollywood, FL 33021

The Initial Member shall hold office for the first year of existence of this Limited Liability Company or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII  
AMENDMENT

The Limited Liability Company reserves the right, to amend or repeal any provisions contained in these Articles of Organization or any Amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, as Member, has executed the foregoing Articles of Organization this 17 day of November, 1999.

  
\_\_\_\_\_  
Willy Moses

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99 NOV 24 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


STATE OF FLORIDA

COUNTY OF MIAMI-DADE

)  
) SS.:  
)

BEFORE ME, a Notary Public, personally appeared Willy Moses, to me known to be the person described as Member and who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to these Articles of Organization.

WITNESS my hand and official seal at North Miami Beach, Miami-Dade County, Florida  
this 17<sup>th</sup> day of November, 19 99.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



Ronald Davidovic  
My Commission CC68382  
Expires October 19, 2000

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**


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Pursuant to 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:

The name of the Limited Liability Company is: **WBM ASSOCIATES, L.L.C.**

The name and Florida street address of the registered agent is: Willy Moses, 4211 N. Hills Drive, Hollywood, FL 33021.

Having been named as registered agent 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 the obligations of my position as registered agent.

  
\_\_\_\_\_  
Willy Moses

Date: \_\_\_\_\_

11/17/99

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