



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 500843 81605A

AUTHORIZATION :

Patricia Pzyt

COST LIMIT : \$ 155.00

ORDER DATE : December 2, 1999

ORDER TIME : 10:58 AM

ORDER NO. : 500843-005

000003058730--7

CUSTOMER NO: 81605A

CUSTOMER: Aaron J. Gold, Esq
GOLD & RESNICK, P.A.
GOLD & RESNICK, P.A.
704 West Bay Street

Tampa, FL 33606

DOMESTIC FILING

NAME: DUFCO, L.C.

FILED
99 DEC -2 PM 12:50
TALLAHASSEE FLORIDA
SECRETARY OF STATE

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
99 DEC -2 AM 11:46
TALLAHASSEE FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION OF

DUFCO, L.C.

The undersigned, acting as the organizers of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby form a Florida limited liability company (this "Company") pursuant to the Act and hereby set forth the following Articles of Organization (these "Articles"):

ARTICLE I

NAME

The name of the Company shall be: DUFCO, L.C.

ARTICLE II

ADDRESS

The mailing and street address of the Company's principal office is 420 Windward Passage, Clearwater, Florida 33767.

ARTICLE III

DURATION

The period of duration for the Company is perpetual.

ARTICLE IV

REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent in Florida is Aaron J. Gold, Esquire. The address of the Company's registered office is 704 West Bay Street, Tampa, Florida 33606.

ARTICLE V

MANAGEMENT

The Company is to be managed by the members. Each managing members is identified as follows:

<u>Name</u>	<u>Address</u>
Joyce M. Duffy	420 Windward Passage, Clearwater, FL 33767
James J. Duffy	420 Windward Passage, Clearwater, FL 33767
Robert J. Duffy	1591 Chateaux De Ville Court, Clearwater, FL 33764

FILED
99 DEC -2 PM 12:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

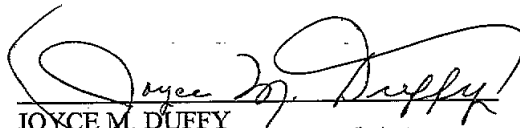
ARTICLE VI
ADMISSION OF NEW MEMBERS


Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII
CONTINUATION OF BUSINESS

The remaining members of the Company have the right 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 Company. The business may be continued only on the unanimous written consent of the remaining members.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization
this 29th day of November 1999.


JOYCE M. DUFFY


JAMES J. DUFFY


ROBERT J. DUFFY

99 DEC -2 PM 12:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

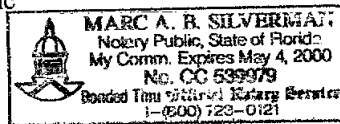
STATE OF FLORIDA
COUNTY OF PINELAS

BEFORE ME, the undersigned authority, personally appeared JOYCE M. DUFFY, who is personally known to me or who provided personally known as identification, and to me known to be the person described in and who executed the foregoing Articles of Organization, and she acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 23rd day of November, 1999.

My Commission Expires:

Marc A. Silverman
Notary Public



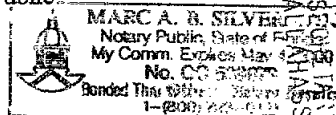
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared JAMES J. DUFFY, who is personally known to me or who provided personally known as identification, and to me known to be the person described in and who executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 23rd day of November, 1999.

My Commission Expires:

Marc A. Silverman
Notary Public



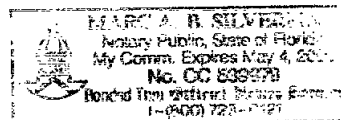
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared ROBERT J. DUFFY, who is personally known to me or who provided personally known as identification, and to me known to be the person described in and who executed the foregoing Articles of Organization, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 23rd day of November, 1999.

My Commission Expires:

Marc A. Silverman
Notary Public



99 DEC -2 PM 12:51
FILED
CLERK OF DISTRICT COURT
STATE OF FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

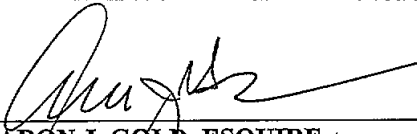
Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is **DUFECO, L.C.**
2. The name and address of the registered agent and office is: **AARON J. GOLD, ESQUIRE**, 704 West Bay Street, Tampa, Florida 33606.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: December 1, 1999



AARON J. GOLD, ESQUIRE
Registered Agent

FILED
99 DEC -2 PM 12:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA