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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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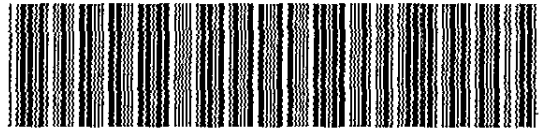
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06/16/04--01016--021 **20.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUN 16 AM 11:09

FILED

6-18-04

**CENTRAL DELAWARE
CORPORATE SERVICES, INC.**

JUNE 15, 2004

Office of the Secretary of State
REGISTRATION SECTION
DIVISION OF CORPORATIONS
409 E GAINES STREET
TALLAHASSEE FL 32399

RE: RESTATED & AMENDED ARTICLES OF ORGANIZATION

I wish to file the following RESTATED & AMENDED ARTICLES OF ORGANIZATION, have it certified by the Secretary of State and Apostilled for Switzerland, for the following company:

ZENIX LTD. COMPANY

The Total amount of the checks is \$65.00 to cover the Filing Fee.

When the documents are completed could you please return them to the address below via **DHL using acct # 763432012.**

Best Regards,

Cindy Fletcher

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

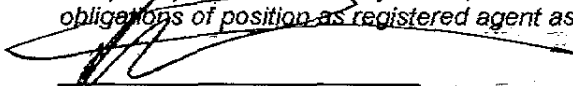
CENTRAL DELAWARE CORPORATE SERVICES, INC.
12260 WILLOW GROVE ROAD-BLDG. #2
CAMDEN, DE 19934
PHONE: 302-698-0118 FAX: 302-698-0403

RESTATED & AMENDED ARTICLES OF ORGANIZATION
OF ZENIX LTD. COMPANY
(A Florida Limited Liability Company)
Pursuant to Section 608.411 of the Florida Statute

ZENIX LTD. COMPANY, filed on October 2, 2001, hereby Restates and Amends its Articles of Organization in its entirety as follows:

First: The name of the limited liability company is: ZENIX LTD. COMPANY

Second: Its registered office in the State of Florida is located at 360 South Shore Drive, Sarasota, Florida 34234, USA. The registered agent in charge thereof is W. Rick Fletcher, 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 position as registered agent as provided for in Chapter 608, F.S.


Registered Agent's Signature

Third: The mailing address and street address of the principal office of the limited liability company is 360 South Shore Drive, Sarasota, Florida, 34234.

Fourth: The company shall be managed by manager(s) appointed by members with full powers to operate and bind the undertaking subject to the terms and conditions in the Operating Agreement. The members of the company are GRATTON INVESTMENT LIMITED (99%), 2 Portland House, Glacis Road, Gibraltar, & LARISA DANILOVA (1%), 8 Marshala Nedelina St., apt. 2, Moscow, Russian Federation. The Operating Manager of the Company is LARISA DANILOVA.

Fifth: OWNERSHIP: The members of the Company shall divide the equity of the undertaking in 1,000 units, with each individual unit having No Stated Par Value. Be it further noted that each member certificate shall state the total number of units authorized and shall only be valid if signed by the Members and sealed with the Company Seal. Be it further noted that the Articles of Organization may be amended from time to time.

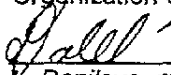
Sixth: The duration of the Limited Liability Company shall be perpetual.

Seventh: The name and address of each organizer is W. Rick Fletcher, 360 S. Shore Drive, Sarasota, Florida, 34234.

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

Ninth: To the fullest extent permitted by the Florida Limited Liability Act a member/manager of this company shall not be liable to the company or its members for monetary damages for breach of fiduciary duty as member/manager.

IN WITNESS WHEREOF, I, L. Danilova, being fully authorized to execute and file this document have signed below executed these Articles of Organization on June 14, 2004.


L. Danilova, member

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TALLAHASSEE, FLORIDA