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LAW OFFICE OF
Edmond L. Sugar, P.A.

950 SOUTH FEDERAL HIGHWAY
HOLLYWOOD, FLORIDA 33020

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FAX (954) 925-9792
E-Mail: ELSPA.LAW@AOL.COM

March 25, 1998

Secretary of State
Division of Corporations
Department of State
Tallahassee, FL 32301

300002469723--4
-03/26/98-01100-003
***285.00 ***285.00

RE: Filing of Articles

Dear Sir or Madam:

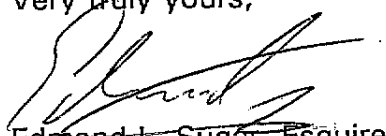
CM

Enclosed please find an original article of organization for "**BURLINGTON CONSULTING, L.C.**" together with a copy thereof and a check in the sum of two hundred eighty five dollars, representing filing fee for the same.

Upon your receipt of the enclosed, kindly file the documents as soon as possible, and return stamped copies of the same to my office, in the federal express envelope enclosed herewith.

If there are any questions regarding the forgoing, please do not hesitate to contact me.

Very truly yours,



Edmond L. Sugar, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR
BURLINGTON CONSULTING, L.C.

ARTICLE I

NAME

The name of the Limited Liability Company is **BURLINGTON CONSULTING,**
L.C.

ARTICLE II

ADDRESS

The mailing address and the street address of the principal office of the
Limited Liability Company is **13955 S.W. 57TH LANE, MIAMI, FLORIDA 33183.**

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CLERK OF THE
COURT
TALLAHASSEE, FLORIDA

ARTICLE III

MEMBERS

The company shall have two initial members, **DAVID CSONT & ISTVAN CSONT.** The number of members may be increased from time to time in a manner provided by the regulations, but shall never be less than two.

ARTICLE IV

PURPOSE

The company is organized for the purpose of transacting any and all lawful business, including but not limited to financial consulting, market research, advertising, entertainment services, computer and electronic equipment importing and exporting, and such powers to do all things necessary to carry out its business and affairs.

ARTICLE V

DURATION/CONTINUATION

Beginning on the date these Articles of Organization are filed with the Florida Department of State, the period of the Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the Company subsequent to the forgoing events.

ARTICLE VI

MANAGEMENT

The Limited Liability Company is to be managed by the members, whose names and addresses are:

- DAVID CSONT - 10832 NORTH KENDALL DRIVE, APT. U-1,
MIAMI, FLORIDA 33176
- ISTVAN CSONT - VECSEY UTCA 25, EGER, 3300, HUNGARY

ARTICLE VII

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 upon unanimous written consent by all members. Contributions required of new members shall be

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TALLAHASSEE, FLORIDA

determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

ARTICLE VIII

POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the members of the company. This article may be amended from time to time in accordance with the regulations of the Company by a unanimous vote of the members of the Company.

ARTICLE IX

REGULATIONS

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the members unless vested in the manager of the Company by any amendments of the Articles of Organization. Regulations adopted by the members or by the manager may be repealed or altered, new regulations may be adopted by the members, and the members may prescribe in any regulations made by them that such regulation may not be altered, amended or repealed by the manager.

ARTICLE X


AMENDMENT TO ARTICLES

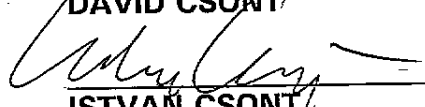
Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions

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TALLAHASSEE, FLORIDA

consistent with the Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

IN WITNESS WHEREOF, the undersigned members have executed these articles of organization this 30th day of MARCH, 1998.




DAVID CSONT


ISTVAN CSONT

98 MAR 25 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing articles of organization was sworn to and subscribed to before me by **DAVID CSONT**, this 30th day of **MARCH**, 1998, who produced Driver's License as identification.

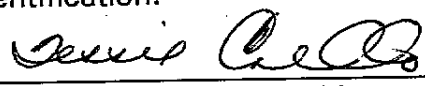


OFFICIAL NOTARY SEAL
TESSIE COELLO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC653548
MY COMMISSION EXP. JUNE 24, 2001
SIGNATURE OF NOTARY
Tessie Coello

PRINTED NAME OF NOTARY
MY COMMISSION EXPIRES:

STATE OF
COUNTY OF

The foregoing articles of organization was sworn to and subscribed to before me by **ISTVAN CSONT**, this 30th day of **MARCH**, 1998, who produced passport as identification.



OFFICIAL NOTARY SEAL
TESSIE COELLO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC653548
MY COMMISSION EXP. JUNE 24, 2001
SIGNATURE OF NOTARY
Tessie Coello

PRINTED NAME OF NOTARY
MY COMMISSION EXPIRES:

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members of **BURLINGTON CONSULTING, L.C.**, depose and say:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by all the members is \$500.00.
3. If any, the agreed value of property other than cash contributed by members is \$ 0.
4. The total amount of cash or property anticipated to be contributed by the members is \$500.00. This total includes amounts from 2 and 3 above.

David Csont

 DAVID CSONT

Istvan Csont

 ISTVAN CSONT

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 08 MAR 26 AM 9:38
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing affidavit was sworn to and subscribed to before me by **DAVID CSONT**, this 20th day of **MARCH**, 1998, who produced Driver's License as identification.

Tessie Coello

 SIGNATURE OF NOTARY
 TESSIE COELLO

OFFICIAL NOTARY SEAL
 TESSIE COELLO
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION NO. CC653548
 MY COMMISSION EXP. JUNE 24, 2001

PRINTED NAME OF NOTARY
 TESSIE COELLO
 MY COMMISSION EXPIRES:

STATE OF
COUNTY OF

The foregoing affidavit was sworn to and subscribed to before me by **ISTVAN CSONT**, this 20th day of **MARCH**, 1998, who produced passport as identification.

OFFICIAL NOTARY SEAL
 TESSIE COELLO
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION NO. CC653548
 MY COMMISSION EXP. JUNE 24, 2001

Tessie Coello

 SIGNATURE OF NOTARY
 TESSIE COELLO
 PRINTED NAME OF NOTARY
 MY COMMISSION EXPIRES:


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

PURSUANT TO THE PROVISIONS OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **BURLINGTON CONSULTING, L.C.**
2. The name and address of the registered agent and office is:

**EDMOND L. SUGAR, ESQUIRE
950 SOUTH FEDERAL HIGHWAY
HOLLYWOOD, FL 33030**

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TALLAHASSEE, FLORIDA

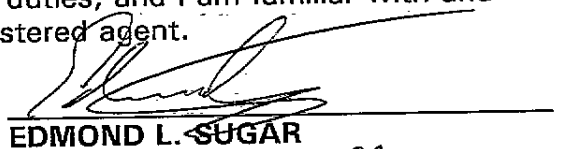


DAVID CSONT



ISTVAN CSONT

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.



EDMOND L. SUGAR

MARCH 25, 98

DATE