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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Blue Comet LLC

- Walk In
- Mail Out
- Will Wait
- Photocopy

Pick Up Time

Certified Copy

Certificate of Status

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCS

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CORP SEARCH

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership LLC
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Ordered By: \_\_\_\_\_

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

**ARTICLES OF ORGANIZATION  
OF  
BLUE COMET L.L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

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**ARTICLE I - NAME**

The name of this limited liability company is BLUE COMET L.L.C. (the "Company").

**ARTICLE II - DURATION**

The Company shall exist from the date of filing these Articles with the Florida Department of State until dissolved by the Members or until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining Members.

**ARTICLE III - ADDRESS**

The mailing address and street address of the Company's principal office is:

407 Lincoln Road  
Suite 8-R  
Miami Beach, Florida 33139

**ARTICLE IV - REGISTERED AGENT AND OFFICE**

The name of the Company's initial registered agent is SOFI ONE INC. The street address of the Company's initial registered agent is:

407 Lincoln Road  
Suite 8-R  
Miami Beach, Florida 33139

**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

Additional Members may be admitted to the Company, but only if all of the Members agree to the admission of the additional Members and to the terms of admission.

**ARTICLE VI - MEMBERS' RIGHT TO CONTINUE BUSINESS**

If a Member of the Company dies, retires, resigns, is expelled or dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by unanimous written agreement, continue the business of the Company.

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**ARTICLE VII – MANAGEMENT**

The Company shall be managed by a Manager. The name and address of the manager are:

Name of Manager

Address

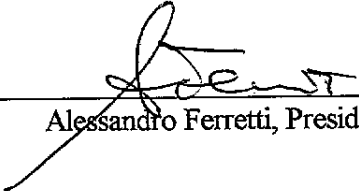
Sofi One Inc.

407 Lincoln Road  
Suite 8-R  
Miami Beach, Florida 33139

98000008516

The undersigned Member has, executed these Articles of Organization effective as of the 27<sup>th</sup>  
day of AUGUST, 1998.

BLUE UNIVERSE PARTNERS,  
A Florida General Partnership,  
By Ferfour Inc., a general partner

By:   
Alessandro Ferretti, President

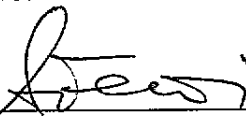
**ACCEPTANCE OF REGISTERED AGENT**

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Having been named as registered agent and to accept service of process for BLUE COMET L.L.C. at the place designated in its Articles of Organization, 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 this 27<sup>th</sup> day of August, 1998.

SOFI ONE INC.

By:   
Alessandro Ferretti, President

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

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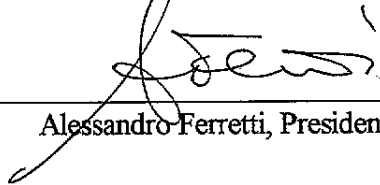
The undersigned Member of BLUE COMET L.L.C. (the "Company"), deposes and says:

1. The Company has at least one Member.
2. The total amount of cash contributed by the Members is \$2,500,000.
3. No property other than cash is being contributed by Members.
4. The total amount of cash or property anticipated to be contributed by members is \$2,500,000. This total includes the amounts from paragraph 2 and 3 above.

Understanding that, under Section 608.408(3) of the Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true, I hereby execute this Affidavit this 27<sup>th</sup> day of AUGUST, 1998.

BLUE UNIVERSE PARTNERS  
A Florida General Partnership,  
By Ferfour Inc., a general partner

By: \_\_\_\_\_

  
Alessandro Ferretti, President