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December 13, 1999

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Immigration & Nationality Law

JENNIFER L. CORY
Je Parle Français
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

TRANSMITTAL LETTER
FOR LIMITED LIABILITY COMPANY

"of counsel"

PAUL CAMP LANE
Deutsch Sprechend

GEORGE T. MUSTAKAS, BA, JD, LL.M.
Attorney & Counselor at Law (USA)
Barrister at Law (UK/EC/EU)
London, England

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SUBJECT: Mid Florida Colonial Builders, LC

Enclosed is an original and one copy of the articles of organization and a check for:

- \$125 Filing Fee and Registered Agent Designation
- \$130 Filing Fee, Registered Agent Designation, and Certificate
- \$155 Filing Fee, Registered Agent Designation and Certified Copy
- \$160 Filing Fee, Registered Agent Designation, Certified Copy, and Certificate

From: James R. LaVigne, Esquire
LaVigne, Coton & Associates, PA
5301 Conroy Road, Suite 140
Orlando, Florida 32811
(407) 316-9988

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APPROVED
AND
FILED
00 JAN -6 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 20, 1999

JAMES R. LAVIGNE, ESQUIRE
LAVIGNE, COTON & ASSOCIATES, PA
5301 CONROY ROAD, SUITE 140
ORLANDO, FL 32811

SUBJECT: MID FLORIDA COLONIAL BUILDERS, L.C.
Ref. Number: W99000028998

We have received your document for MID FLORIDA COLONIAL BUILDERS, L.C. and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The enclosed document(s) does/do not meet our filing requirements. Therefore, we are enclosing our appropriate form(s) and/or instructions.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 799A00059588

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION
OF**

MID FLORIDA COLONIAL BUILDERS, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be Mid Florida Colonial Builders, L.C. ("company").

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company shall be c/o James R. LaVigne, Esquire, LaVigne, Coton & Associates, PA, 5301 Conroy Road, Suite 140, Orlando, Florida 32811.

ARTICLE III – DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is James R. LaVigne, Esquire, LaVigne, Coton & Associates, PA, 5301 Conroy Road, Suite 140, Orlando, Florida 32811.

ARTICLE V – CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII – TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

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SECRETARY OF STATE
PALM BEACH, FLORIDA

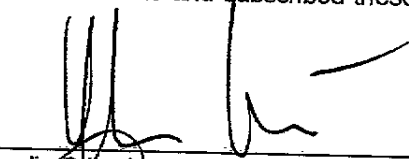
APPROVED
AND
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ARTICLE IX – MANAGEMENT


The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME	ADDRESS
Claudio Crivari	Edf. Florida, Calle C, Apt. 7A, S. Rosa de Lima 1061 Caracas, Venezuela
Oneira Marciano Sisco	Edf. Florida, Calle C, Apt. 7A, S. Rosa de Lima 1061 Caracas, Venezuela

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Orlando, Florida, on December 13, 1999.



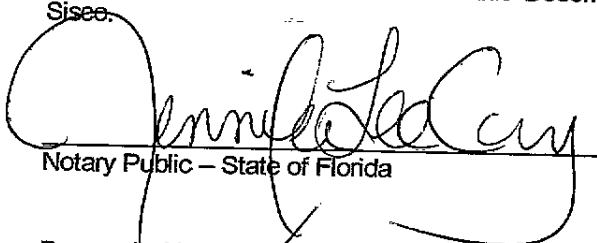
Claudio Crivari



Oneira Marciano Sisco

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this December 13, 1999 by Claudio Crivari and Oneira Marciano Sisco.




Notary Public – State of Florida

Personally Known
OR
Produced Identification _____

Type of Identification Produced _____


(Seal)

 Jennifer Lee Cory
My Commission CC803043
Expires January 19, 2003

00 JAN -6 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
FILED

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Mid Florida Colonial Builders, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


James R. LaVigne, Esquire
Registered Agent

12/13/99

APPROVED
AND
FILED

00 JAN -6 PM 12: 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA