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MARIA-PAULA C. ETIENNE
P.O. BOX 162625
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December 30, 1999

Registration Section
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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Re: Perpetual Home Investments Company, LLC ("PHIC")
Registration of Articles of Organization


Dear Sir or Madam:

Please find the following documents in connection with the filing of the above company's
Articles of Organization:

- 1) Original and a Copy of the Articles of Organization with Designation of Registered Agent;
- 2) Check # 755 in the amount of \$155.00 representing the filing fee of \$100.00 for the Articles of Organization, \$25.00 for the Designation of Registered Agent and \$30.00 for a Certified Copy.

Please file these documents and forward a Certified Copy to the undersigned in the self-addressed Stamped envelope provided. Should you have any question, please contact me or the registered agent at (305) 262-4433, Ext. 2032.

Yours truly,


Maria-Paula C. Etienne
Member/Manager

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TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION

OF

PERPETUAL HOME INVESTMENTS COMPANY, LLC ("PHIC")

The undersigned, acting as the organizer of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

ARTICLE I – NAME

The name of the Limited Liability Company ("Company") is:
PERPETUAL HOME INVESTMENTS COMPANY, LLC ("PHIC")

ARTICLE II – DURATION

The company's period of duration shall be perpetual from the date of filing of these Articles of Organization with the Florida Department of State, unless sooner dissolved by the members or by Statutes.

ARTICLE III – PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 8440 SW 107 Avenue, #305, Miami, Florida 33173

The mailing address of the Company is:

PERPETUAL HOME INVESTMENTS COMPANY, LLC
c/o Maria-Paula C. Etienne
P.O. Box 162625
Miami, Florida 33116

ARTICLE IV - PURPOSE

The limited liability company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the State of Florida.

ARTICLE V – REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the Company's registered agent whose "Consent to Appointment as Registered Agent" is included with these Articles is as follows:

Natalia Poliakova
Becker & Poliakoff, P.A.
5201 Blue Lagoon Drive, Suite 100
Miami, Florida 33126

The address of the registered agent's office is:
5201 Blue Lagoon Drive, Suite 100
Miami, Florida 33126

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ARTICLE VI – MANAGEMENT OF BUSINESS

The Business of the Company shall be managed by one or more managers and is therefore, a manager-managed company. The name and mailing address of the initial Managing Director of the Company is:

MARIA-PAULA C. ETIENNE
P.O. Box 162625
Miami, Florida 33116

ARTICLE VII – INITIAL MEMBERS

The names and addresses of the initial members are as follows:

MARIA-PAULA C. ETIENNE
8440 S.W. 107 Avenue, #305
Miami, Florida 33173

ARTICLE VIII – ADMISSION OF ADDITIONAL MEMBERS

Additional members are to be admitted upon the approval of a majority of the Membership, upon the written application of such new member and in the manner set forth in the Regulations of the Company.

ARTICLE IX - AMENDMENTS

These articles may be amended from time to time by a consent of the majority of the Membership Interests, and the Amendment shall be duly signed by a majority of the Membership Interests of the Company and shall be filed with the Florida Department of State.

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

Dated this 30 day of December, 1999



Signature - Title

MARIA-PAULA C. ETIENNE
as authorized representative
and single Member/Manager

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TALLAHASSEE FLORIDA

CONSENT TO APPOINTMENT AS REGISTERED AGENT

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 as provided for in Chapter 608, F.S.

Natalia V. Poliakova

Natalia Poliakova, as Registered Agent

Address:

Becker & Poliakoff, P.A.
5201 Blue Lagoon Drive, Suite 100
Miami, Florida 33126

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