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**ARTICLES OF ORGANIZATION
OF
METRATON, L.L.C.**

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STATE
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00 FEB -2 PM 5:00

ARTICLE I - NAME

The name of this Florida limited liability company is METRATON, L.L.C.

ARTICLE II - ADDRESS, REGISTERED OFFICE AND AGENT

The principal place of business, mailing address, and registered office of this limited liability company in the State of Florida shall be 2198 Main Street, Sarasota, Florida 34237. The initial registered agent of this limited liability company in the State of Florida shall be P. Christopher Jaensch, 2198 Main Street, Sarasota, Florida 34237.

ARTICLE III - DURATION

This limited liability company shall exist perpetually.

ARTICLE IV - MANAGEMENT OF BUSINESS

One member shall manage this limited liability company. The name and address of the person who shall serve as such until the first annual meeting of members or until his successor is elected and qualified is the following:

Humberto Henrique Garcia Ellery
Rua Marques de Caravelas 217, Apt. 102
Barra Avenida, Salvador/Bahia
Brazil

Prepared by:
P. Christopher Jaensch
2198 Main Street
Sarasota, FL 34237
(941) 366-9841
Florida Bar #: 72044

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ARTICLE V - ADMISSION OF NEW MEMBERS

Additional members may be admitted to the limited liability company only upon unanimous affirmative vote of all the then existing members and upon such terms as may be unanimously agreed upon by such existing members in writing.

ARTICLE VI - CONTINUATION OF EXISTENCE

The remaining members of the limited liability company shall have the right, by unanimous affirmative vote, to continue the existence and business of the company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

ARTICLE VII - REGULATIONS

The members of the limited liability company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles. The power to alter, amend or repeal these regulations shall be vested in all members of this company.

ARTICLE VIII - PROPERTY

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this limited liability company.

ARTICLE XI - PROFITS AND LOSSES

Profits and losses generated by the business of this company shall be passed through to the members in proportion to the members' respective interest in the limited liability company.

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ARTICLE X - PURPOSE

This limited liability company is organized for the purpose of transacting any or all lawful business.

ARTICLE XI - POWERS

This limited liability company shall have all the powers enumerated in the Florida Limited Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 2nd day of February, 2000.



P. Christopher Jaensch as authorized representative for
Humberto Henrique Garcia Ellery
Member

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**ACCEPTANCE OF REGISTERED AGENT
FOR
METRATON, L.L.C.**

Having been named in the Articles of Organization of METRATON, L.L.C., as Registered Agent to accept service of process for the limited liability company at its registered office at 2198 Main Street, Sarasota, Florida, 34237. The undersigned does hereby agree to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties, including those duties and obligations specified in Chapter 608, Florida Statutes.

Dated this 2nd day of February, 2000



P. Christopher Jaensch
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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