

Law Offices

HOLLAND & KNIGHT LLP

One East Broward Boulevard, Suite 1300
P.O. Box 14070 (ZIP 33302-4070)
Fort Lauderdale, Florida 33301

954-525-1000
FAX 954-463-2030
www.hklaw.com

Atlanta
Boston
Fort Lauderdale
Jacksonville
Lakeland
Melbourne
Mexico City
Miami
New York
Northern Virginia
Orlando
Providence
San Francisco
St. Petersburg
Tallahassee
Tampa
Washington, D.C.
West Palm Beach
Representative Offices:
Buenos Aires
Tel Aviv
D. MARLEY
954-463-7880

Internet Address:
bmarley@hklaw.com

March 7, 2000

L000000002976

VIA UPS NEXT DAY AIR

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100003163131--9
-03/03/00--01008--011
****160.00 ****160.00

Re: Balogh Holdings Limited, LLC


Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization for the above entity, along with this firm's check in the amount of \$160.00. Please file the above Articles and return a certified copy of same along with the certificate of status to me in the stamped, self-addressed envelope provided.

Please do not hesitate to contact me if you have any questions or require additional information.

Very truly yours,

HOLLAND & KNIGHT LLP


Brett D. Marley

BDM:dw
encls.

FILED
00 MAR -9 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

h2

BALOGH HOLDINGS LIMITED, LLC
ARTICLES OF ORGANIZATION

The undersigned authorized representative of the Members of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby submit the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company shall be BALOGH HOLDINGS LIMITED, LLC.

ARTICLE II. DURATION

The period of the Company's duration shall commence on the date of filing of these Articles of Organization and shall exist perpetually, unless terminated in accordance with the Company's operating agreement.

ARTICLE III. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. STREET ADDRESS OF PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be:

2795 N.W. 105th Avenue
Miami, FL 33712

ARTICLE V. REGISTERED AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is:

Douglas A. Walker
One East Broward Boulevard, Suite 1300
Fort Lauderdale, FL 33301

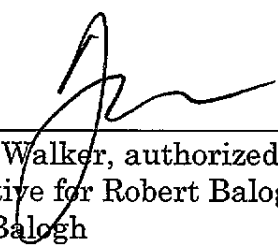
A written statement as prescribed by the Florida Department of State pursuant to Section 608.415(1)(d), Florida Statutes, is attached to these Articles of Organization.

FILED
00 MAR -9 AM 8:59
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VI. MANAGEMENT

The Company shall be managed by the Members and such officers as may be appointed in the Members discretion.

IN WITNESS WHEREOF, the undersigned authorized representative of the Members has executed these Articles of Organization on this 12 day of March, 2000



Douglas A. Walker, authorized
representative for Robert Balogh and
Geraldine Balogh

FILED
00 MAR -9 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 608.415, Florida Statutes, or other more applicable statute, the following is submitted:

That BALOGH HOLDINGS LIMITED, LLC, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at One East Broward Boulevard, Suite 1300, Fort Lauderdale, Florida 33301, has named Douglas A. Walker, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the limited liability company named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Limited Liability Company Act, and am familiar with, and accept, the obligations of that position, as provided in the Florida Limited Liability Act.

Dated: March 2, 2000

By: 

Douglas A. Walker

FTL1 #478037 v1

FILED
100 MAR -9 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA