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March 27, 2000

"of counsel"

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Attorney & Counselor at Law (USA)
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London, England

TRANSMITTAL LETTER
FOR LIMITED LIABILITY COMPANY

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000003190770--2
-03/30/00--01103--015
***160.00 ***160.00

SUBJECT: Interlink USA, LLC

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

___ \$125
Filing Fee
and Regis-
tered Agent
Designation

___ \$130
Filing Fee,
Registered
Agent Desig-
nation, and
Certificate

___ \$155
Filing Fee,
Registered
Agent Desig-
nation and
Certified Copy

✓ ___ \$160
Filing Fee,
Registered
Agent Desig-
nation, 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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF**

INTERLINK USA, L.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 Interlink USA, L.L.C. ("company").

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company shall be Contempo Plaza, Suites B9-C8, 4717 US Highway 27 North, Davenport, Florida 33837.

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 Gary Leventhal, Contempo Plaza, Suites B9-C8, 4717 US Highway 27 North, Davenport, Florida 33837.

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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TALLAHASSEE, FLORIDA

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 |
|---------------------|--|
| Scott Leventhal | 1 Holland Road Weymouth Dorset DT4 0AL United Kingdom |
| Elizabeth Leventhal | 1 Holland Road Weymouth Dorset DT4 0AL United Kingdom |

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Weymouth, Dorset, England, on March 24, 2000.

Scott Leventhal

Elizabeth Leventhal

COUNTRY OF ENGLAND

Sworn to and subscribed before me this March 24, 2000 by Scott Leventhal and Elizabeth Leventhal.

Notary Public

Personally Known
OR
Produced Identification

Type of Identification Produced UK passports

(Seal)



Jennifer Lee Cory
My Commission CC803043
Expires January 19, 2003

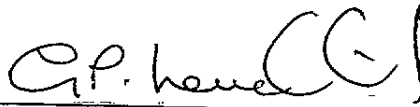
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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Interlink USA, L.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.



Gary Leventhal
Registered Agent

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