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DELAWARE INTERCORP, INC.

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Florida Department of State
Division of Corporations
Registration Section
409 E. Gaines St.
Tallahassee, FL 32399

200003190842--7
-03/30/00--01110--006
***465.00 ***155.00

Dear Sir or Madame:

RE: TALLEXIM LLC, TALLTRADE LLC, TALLIMPEX LLC

Please find enclosed the original and one copy of the Articles of formation for the above - referenced Limited Liability Companies. I have enclosed our check in the amount of \$465.00 as payment of the filing and certification fees.

Please file the Articles of formation and send an ORIGINAL SIGNATURE CERTIFIED COPY to the Notary Division of the Department of State at the following address using the FedEx waybill enclosed (Send both companies together). Please also forward the envelope marked "Notary Division". It contains return instructions and payment information for the Notary Division.

Department of State
Notary Certification Section
Capital Building Rm 1801
Tallahassee, FL 32399-0250

Thank you very much for your assistance with this matter. If you have any problems with the filing or subsequent instructions please call at the number above.

Sincerely,



Alan R. Coffey
Manager

Check Total: \$465.00

Filing Fee \$100.00
Des. RA \$25.00
Cert. Copy \$30.00
Total *3 \$155.00

With original signature for apostille.

00 MAR 30 AM 11:49
SECRETARY OF STATE
DIVISION OF CORPORATIONS

MJH

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I-Name:

The name of the Limited Liability Company is TALLIMPEX LLC.

ARTICLE II-Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

201 North DuPont Parkway
New Castle, DE 19720

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:


Name	NRAI SERVICES, INC.
Florida Street address	526 EAST PARK AVE.
City, State, and Zip	TALLAHASSEE, FL 32301

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.


Registered Agent's Signature

Article IV - Management

The Limited Liability Company is to be managed by the members and each member has the right to manage the company solely and independently.


Signature of a member or an authorized representative of a member,
(In accordance with section 608.408(3), Florida Statutes, the execution
of this document constitutes an affirmation under the penalties of perjury
that the facts stated herein are true.)

Alan R. Coffey, Organizer

03/27/00

00 MAR 30 AM 11:49
DIVISION OF CORPORATIONS
JUDICIAL STATE