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April 21, 2000

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Miami Mark S. Gallegos, Esq.

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Via Express Mail

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Registration Section

Florida Department of State Division of Corporations

Tallahassee, Florida 32314

Re:

P.O. Box 6327

International Staffing Services, LLC Registration of Articles of Organization

Our File # G18613-65195

Dear Sir or Madam:

We are legal counsel to the captioned limited liability company. Please find the following documents in connection with the filing of the Articles of Orgzanization:

International Offices

Beijing, People's Republic of China

Czech Republic

Bern, Switzerland*

Original and copy of the Articles of Organization with Designation 1. of Registered Agent.

Check Number 50493 in the amount of \$155.00 representing the 2. total amount of the filing fees.

Kindly file these documents and forward a certified copy of the registered documents to the undersigned in the self-addressed stamped envelope provided: Should you need any further information please call me toll free at 1-800-533

Name Availability 4874, and thank you in advance for your cooperation.

Document Examiner DCC **Updater** DOC

Updater MSG/me Verifyer 237127_1.DOC

Acknowledgement LCC

₩. P. Verifyer DCC Sincerel

Mark S. Gallegos

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H BOOK

ARTICLES OF ORGANIZATION OF INTERNATIONAL STAFFING SERVICES, LLC

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: INTERNATIONAL STAFFING SERVICES, LLC

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 Limited Liability Company shall be:

13899 Biscayne Boulevard, #221, Miami, Florida 33181

AND

The mailing address of the Company is: INTERNATIONAL STAFFING SERVICES, LLC 13899 Biscayne Boulevard, #221, Miami, Florida 33181

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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:

Mark S. Gallegos, Esq. 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:

ARTUR GLOWACKI 13899 Biscayne Boulevard, #221 Miami, Florida 33181

ARTICLE VII – INITIAL MEMBERS

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

ARTUR GLOWACKI 13899 Biscayne Boulevard, #221 Miami, Florida 33181

ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

Additional members may 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

Signature - Title

MARK S. GALLEGOS Authorized Representative

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FILED

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.

Mark S. Gallegos, as Registered Agent

Address:

Becker & Poliakoff, P.A.

5201 Blue Lagoon Drive, Suite 100

Miami, Florida 33126

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