

Division of Corporations

filed on 5/26

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

ILIAS (USA), LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
FOR
ILIAS (USA), LLC, A FLORIDA LIMITED COMPANY**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

ARTICLE I - Name:

The name of the Limited Liability Company is ILIAS (USA), LLC.

ARTICLE II - Address:

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

7904 West Drive, #202
Northbay, Florida 33141.

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

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

Valdes-Fauli Corporate Services, Inc.
Two South Biscayne Boulevard, Suite 3400
Miami, Florida 33131

ARTICLE IV - Management

The Limited Liability Company is to be managed by its members.

ARTICLE V - Duration

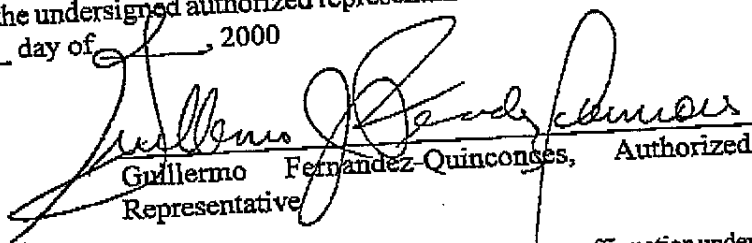
The Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

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ARTICLE VI -Amendment

This Company reserves the right to amend the report any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of the initial manager has executed these Articles the ___ day of _____, 2000

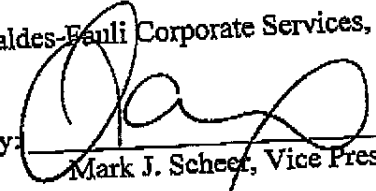

Guillermo Fernandez-Quinones, Authorized Representative

(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).

ACCEPTANCE OF 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, Valdes-Fauli Corporate Services, Inc., hereby accepts the appointment as registered agent and agrees to act in this capacity. Valdes-Fauli Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and it is familiar with and accepts the obligations of its position as registered agent.

Valdes-Fauli Corporate Services, Inc.

By: 
Mark J. Scheet, Vice President

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