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ACCOUNT NO. : 072100000032

REFERENCE : 821686 5014227

AUTHORIZATION : *Patricia Pujate*  
COST LIMIT : \$ 130.00

ORDER DATE : September 6, 2000

ORDER TIME : 11:12 AM

ORDER NO. : 821686-005

CUSTOMER NO: 5014227

CUSTOMER: Theda J. Collins, Esq  
Becker & Poliakoff, P.a.

400003383604-10

3111 Stirling Road

Fort Lauderdale, FL 33312-6525

DOMESTIC FILING

NAME: VENTURES SOUTH CAROLINA,  
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX PLAIN STAMPED COPY
- XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

APPROVED AND FILED  
 00SEP-6 PM 2:37  
 RECEIVED  
 00SEP-6 PM 12:13  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA  
*SP*  
*9-10-00*

Articles Of Organization  
Of  
Ventures South Carolina, L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608, adopt the following Articles of Organization:

ARTICLE I.  
NAME

The name of this limited liability company shall be Ventures South Carolina, L.L.C.

ARTICLE II.  
ADDRESS

The street address and the principal place of business of this limited liability company shall be 647 East Dania Beach Boulevard, Dania, Florida 33004 and the mailing address shall be c/o Richard Breit, Becker & Poliakoff, P.A., 3111 Stirling Road, Fort Lauderdale, Florida 33312.

ARTICLE III.  
DURATION

This limited liability company shall have perpetual existence unless sooner dissolved as provided by law.

ARTICLE IV.  
MANAGEMENT

The limited liability company shall be managed by its members.

ARTICLE V.  
PURPOSE

This 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.

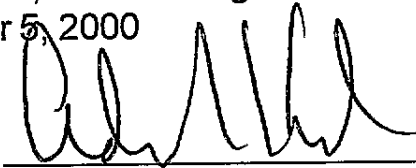
00 SEP - 6 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

ARTICLE VI.  
REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of this Limited Liability Company is 3111 Stirling Road, Fort Lauderdale, FL 33312 and the name of the initial registered agent located at that address shall be Richard H. Breit.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on September 5, 2000

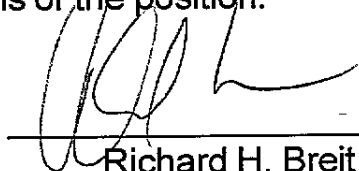


Adam R. Kidan, member

(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.)

REGISTERED AGENT ACCEPTANCE

I hereby accept appointment to act as the initial registered agent for this Limited Liability Company, as stated in the Articles of Organization. I am familiar with the obligations of the position.



Richard H. Breit

00 SEP -6 PM 2: 37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AID  
FILED