

L000 000 11550

SUITE 3-1142
LAKEVIEW OFFICE PARK
1155 SOUTH SEMORAN BLVD.
WINTER PARK, FLORIDA 32792

NEW Offices
SCOT A. SILZER



TELECOMMUNICATIONS:
E-MAIL: silzer@ix.netcom.com
FACSIMILE: 407-679-0101
TELEPHONE: 407-679-1973

September 18, 2000

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

Re: I and L USA, LLC

Dear Sir/Madam:

Enclosed for filing are the original and a copy of the Articles of Organization for the above Company and filing fees of \$160.00 as follows:

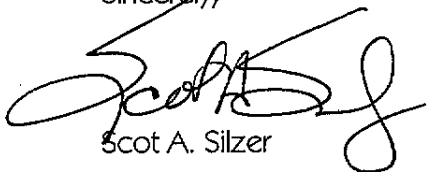
\$100.00	Articles of Organization
25.00	Registered Agent
5.00	Certificate of Status
<u>30.00</u>	Certified Copy
\$160.00	

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****160.00 ****160.00

FILED
00 SEP 20 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please do not hesitate to contact me should you have any questions regarding this matter.

Sincerely,


Scot A. Silzer

Enclosures

L00-11550
PR

ARTICLES OF ORGANIZATION OF
I and L USA, LLC.
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a Limited Liability Company under the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the Limited Liability Company is I and L USA, LLC, with a principal office and mailing address of 2635 Curry Ford Road, Orlando, Florida 32806.

ARTICLE II. DURATION AND PURPOSE

The period of the Limited Liability Company's duration shall be perpetual. The purpose of the Limited Liability Company is to engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

FILED
00 SEP 20 04 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


ARTICLE III. MEMBERS

- A. The members shall have the right to admit additional members upon terms and conditions to be determined at a later date.
- B. The members shall have the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or an occurrence or any other event terminating the continued membership of a member of the Limited Liability Company.

ARTICLE IV. REGISTERED AGENT

- A. The name and address of the initial registered office and agent of this Limited Liability Company is Italo Brett, 2635 Curry Ford Road, Orlando, Florida 32806.

- B. The undersigned, having been named to accept service of process for **I and L USA, LLC** at the place designated in the Articles of Organization, hereby agree to act in this capacity. I also agree to comply with the provisions of all statutes pertaining to the proper and complete performance of my duties and am familiar with and accept the obligations of my position as Registered Agent as provided in Chapter 608, Florida Statutes.



Registered Agent

ARTICLE V. POWER AND AUTHORITY

The Limited Liability Company shall have all the rights and powers now or hereafter conferred on Limited Liability Companies by the laws of the State of Florida.


ARTICLE VI. MANAGEMENT

The management of the Limited Liability Company is reserved to the following member:

Corporacion L.D. De Ens. Y Comp., C.A., 2635 Curry Ford Road, Orlando, Florida
32806.

IN WITNESS WHEREOF, the undersigned Member of this Limited Liability Company, has executed these Articles of Organization, this 6th day of September, 2000; and in so doing affirms under penalty of perjury in accordance with Section 608.408(3), Florida Statutes, that the facts stated herein are true.

Corporacion L D de Ensenanza. Y Computacion, C.A.

By 

Italo Brett

FILED
00 SEP 20 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA