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W-25257

LIMITED LIABILITY COMPANY

thor, llc

W-25257

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 19, 2000

EMPIRE

SUBJECT: THOR, LLC
REF: W00000025254

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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**ARTICLES OF ORGANIZATION OF THOR, LLC
A LIMITED LIABILITY COMPANY**

The undersigned, desiring to form a Limited Liability Company under and pursuant to Section 608.404 of the Limited Liability Act, pursuant to Chapter 608 of the Florida Statutes, of the State of Florida, do hereby certify as follows:

FIRST: The name of said limited liability company shall be: THOR, LLC, and the mailing address and the street address of the principal office of the limited liability company shall be: 18110 SW 142nd Place, Miami, Florida 33177.

SECOND: THOR, LLC shall have a perpetual duration from the date of the filing of these Articles of Organization.

THIRD: Copies of the operating agreement and bylaws of THOR, LLC, a Limited Liability Company may be obtained from the Managing Member via a written request mailed to: 18110 SW 142nd Place, Miami, Florida 33177, which is the place in the State of Florida where the principal office of the company is located.

FOURTH: The purposes for which THOR, LLC is formed are:

(A) to purchase, sell, distribute, broker, invest in, import and export, and otherwise deal with a variety of products and services within and outside the State of Florida as agent for the parent companies, subject to such laws and regulations governing licensing and other requirements pertinent thereto, on its own account and for the accounts of others; and penetrate new markets.

(B) to engage in such other lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Statutes of the State of Florida.

FIFTH: This limited liability company shall be structured as follows: President and Managing Member: HAROLD VARGAS.

SIXTH: The name and mailing address of the company's registered agent is HAROLD VARGAS whose mailing address is: 18110 SW 142nd Place, Miami, Florida 33177.

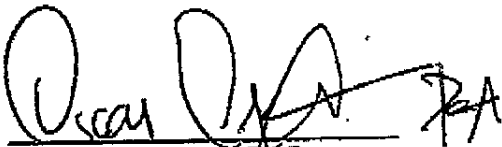
THOR, LLC page 2 of 2

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IN WITNESS WHEREOF, I have hereunto subscribed my name this
19th. day of October, 2000.


HAROLD VARGAS

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