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MICHELLE L. PERDOMO & ASSOCIATES, P.A.  
ATTORNEYS AT LAW • ABOGADOS

MICHELLE L. PERDOMO, M.D.  
ADMITTED IN FLORIDA  
AMERICAN IMMIGRATION LAWYERS ASSOCIATION MEMBER

JOANN HENNESSEY, J.D., LL.M. IN ESTATE PLANNING  
ADMITTED IN FLORIDA AND NEW YORK

OF COUNSEL:  
AXEL HEYDASCH, J.D., LL.M. IN TAXATION  
IRINA NEMTSEV, J.D.

SR. PARALEGAL:  
SHELDON ZILBERT, J.D.

OFFICE ADMINISTRATOR:  
YAMYRA HERNANDEZ

MAIN OFFICE  
NEW WORLD TOWER  
100 NORTH BISCAYNE BOULEVARD  
38TH FLOOR  
MIAMI, FLORIDA 33132  
TELEPHONE (305) 358-7171  
TELEFAX (305) 377-0111  
CAPE CORAL OFFICE  
1505 SOUTH EAST 40TH STREET  
SUITE C  
CAPE CORAL, FLORIDA 33904  
TELEPHONE (941) 540-5560  
TELEFAX (941) 549-5133  
E-MAIL IMMATTY@AOL.COM

October 31, 2000

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

RE: COMEX INTERNATIONAL, USA, L.L.C.

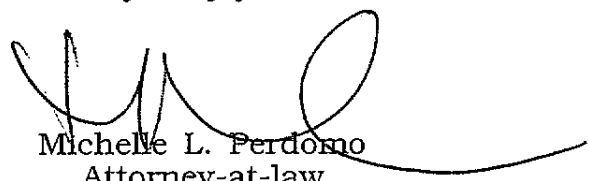
8000003456488--2  
-11/07/00--01147--001  
\*\*\*125.00 \*\*\*125.00

Dear Sir or Madam:

Enclosed please find two (2) copies of the Articles of Organization for the above captioned corporation, along with a check for payment of the official fee.

Please be so kind to return a stamped copy of the Articles of Organization back to us.

Very truly yours,

  
Michelle L. Perdomo  
Attorney-at-law

FILED  
NOV - 7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L00-14113  
OK

Enclosures.

**ARTICLES OF ORGANIZATION  
OF  
COMEX INTERNATIONAL, USA, L.L.C.**

**ARTICLE I**

The name of this Limited Liability Company shall be:

COMEX INTERNATIONAL, USA, L.L.C.

**ARTICLE II**

This Limited Liability Company shall exist for a period of thirty years

**ARTICLE III**

This Limited Liability Company is created for any lawful business purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

The members may continue the business of this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.

**ARTICLE IV**

The place of business and mailing address of this Limited Liability Company shall be 821 S.W. 89 Terrance, Plantation, Florida 33324, and such other place or places as the members from time to time may determine. The initial registered agent of the Limited Liability Company shall be Michelle L. Perdomo, P.A.

The initial registered office address shall be 100 North Biscayne Boulevard, Suite 3000, Miami, Florida 33132.

**ARTICLE V**

The member of this Limited Liability Company, and his respective membership shares is:

Chul Su No

100%

FILED  
09 NOV -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI**

The Limited Liability Company will be managed by two managers: Mr. Chul Su No, and Mr. Jorge E. Masmela. Their address is:

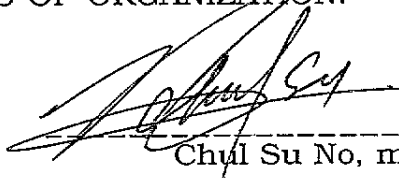
Chul Su No  
821 S.W 89th Terrace  
Plantation, Florida 33324

Lorge E. Masmela  
821 S.W 89th Terrace  
Plantation, Florida 33324

**ARTICLE VII**

The Limited Liability Company does hereby indemnify its Manager for any of his conduct on behalf of or related to his duties as Manager of the Limited Liability Company and holds him harmless for any acts on behalf of or in connection with his services for the Limited Liability Company.

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE ARTICLES OF ORGANIZATION.

  
-----  
Chul Su No, member

STATE OF FLORIDA     )  
                                  ) SS  
COUNTY OF DATE     )

The foregoing instrument was acknowledged before me this 1 day of November 2000, by Chul Su No, who have personally appeared before me, who are personally know to me, and who did take an oath.

 Axel Heydasch  
Commission # CC 729193  
Expires Mar. 29, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
-----  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: AXEL HEYDASCH

**WRITTEN ACCEPTANCE BY MANAGER**

THE UNDERSIGNED ACCEPTS HIS APPOINTMENT AS MANAGER OF  
COMEX INTERNATIONAL, USA, L.L.C.

I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE  
THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH  
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND  
COMPLETE PERFORMANCE OF MY DUTIES AND THIS POSITION.




CHUL SU NO  
AS IMANAGER FOR  
COMEX INTERNATIONAL, USA, L.L.C.

FILED  
NOV - 7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 1 day of  
November, 2000, by Chul Su No, who personally  
appeared before me, who is personally know to me, and who did take an  
oath.

 Axel Heydasch  
Commission # CC 729193  
Expires Mar. 29, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

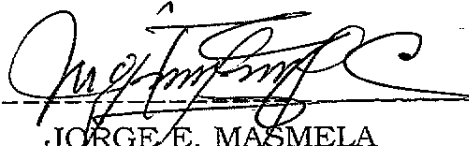
  
NOTARY PUBLIC, STATE OF FLORIDA

Print Name: Axel Heydasch

**WRITTEN ACCEPTANCE BY MANAGER**

THE UNDERSIGNED ACCEPTS HIS APPOINTMENT AS MANAGER OF  
COMEX INTERNATIONAL, USA, L.L.C.

I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE  
THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH  
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND  
COMPLETE PERFORMANCE OF MY DUTIES AND THIS POSITION.

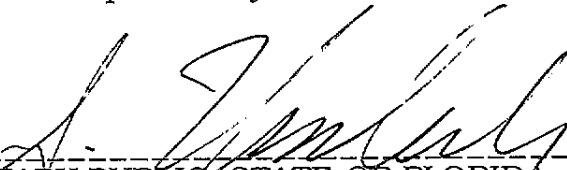


JORGE E. MASMELA  
AS MANAGER FOR  
COMEX INTERNATIONAL, USA, L.L.C.

FILED  
00 NOV -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 1 day of  
November, 2000, by Jorge Masmela, who personally  
appeared before me, who is personally know to me, and who did take an  
oath.



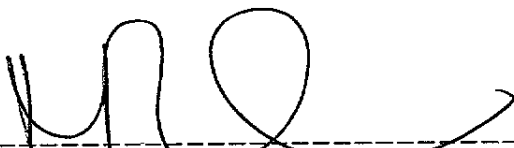
NOTARY PUBLIC, STATE OF FLORIDA

Print Name: Axel Heydasch

 Axel Heydasch  
Commission # CC 729193  
Expires Mar. 29, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**WRITTEN ACCEPTANCE BY AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE SET FORTH ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND THIS POSITION.



Michelle L. Perdomo  
AS REGISTERED AGENT FOR  
COMEX INTERNATIONAL, USA, L.L.C.

FILED  
NOV - 7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 7 day of November, 2000, by Michelle Perdomo, who personally appeared before me, who is personally know to me, and who did take an oath.

  
NOTARY PUBLIC, STATE OF FLORIDA

Axel Heydasch  
Commission # CC 729193  
Expires Mar. 29, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

Print Name: Axel Heydasch