

BORNSTEIN & NAYLOR

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January 25, 2001

VIA ORDINARY MAIL

Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

500003501665--2  
-01/30/01--01073--006  
\*\*\*130.00 \*\*\*130.00

In re: ESG, LLC.

To whom it may concern:

Enclosed for filing in your office please find the Articles of Organization for ESG, LLC. I would also like a Certificate of Status for the Company. I have included a check in the amount of \$130.00 to cover the necessary filing fees. Please forward the Certificate of Status and Letter of Acknowledgment to:

Elliott S. Grayson  
3211 S. Ocean Blvd, Unit 304  
Highland Beach, Florida 33487

I would like to receive time-stamped copies of the Articles of Organization if possible. Accordingly, I have included several copies of the Articles as well as a self addressed stamped envelope for your convenience.

Thank you in advance for your attention to this matter. As always, if you have any questions or comments, please feel free to call.

Very truly yours,

  
Michael Bornstein

cc: Elliott Grayson

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JAN 30 PM 2:14

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:  
ESG, LLC.

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:  
3211 S. Ocean Blvd., Unit 304  
Highland Beach, FL 33487

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

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

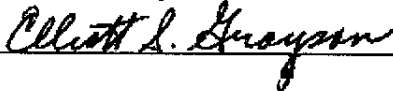
Elliott S. Grayson

Name  
3211 S. Ocean Blvd, Unit 304

Florida street address (P.O. Box NOT acceptable)  
Highland Beach FL 33487

City, State, and Zip

*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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..*

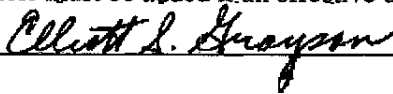


Registered Agent's Signature

**Article IV - Management (Check box if applicable.)**

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)



Signature of a member or an authorized representative of a 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.)

Elliott S. Grayson

Typed or printed name of signee

**Filing Fees:**

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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