L01000002845

1489 W. Palmetto Park Road, Suite 480 Boca Raton, Florida 33486

February 2, 2001

Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 600003633366--6 -02/05/01--01107--004 ****125.00 ****125.00

LLC Filings Office:

I enclose an original and one copies of the proposed Articles of Organization of Selene Investments, LLC, a proposed domestic limited liability company. Please file the Articles of Organization and return a file-stamped copy of the original Articles or other receipt, acknowledgment or proof of filing to me at the address below.

A check/money order in the amount of \$125, made payable to your office, for total filing and processing fees is enclosed.

Sincerely,

, Organize

John P. Phelan

Enclosures: Articles of Organization; check No. 2177

10 Jap



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 7, 2001

JOHN PHELAN 1489 W. PALMETTO PARK ROAD, SUITE 480 BOCA RATON, FL 33486

SUBJECT: SELENE INVESTMENTS, LLC

Ref. Number: W01000002891

We have received your document for SELENE INVESTMENTS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

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

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline Document Specialist

Letter Number: 701A00007409

OT FEB 22 PM 5: 00

Selene Investments, LLC

1489 W. Palmetto Park Road, Suite 480 Boca Raton, Florida 33486

February 20, 2001

Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

LLC Filings Office:

As a follow up to your letter no. 701A00007409, I have made the required correction and I enclose an original and one copies of the proposed Articles of Organization of Selene Investments, LLC, a proposed domestic limited liability company. Please file the Articles of Organization and return a file-stamped copy of the original Articles or other receipt, acknowledgment or proof of filing to me at the address below.

You have already received and processed our check in the amount of \$125, made payable to your office, for total filing and processing fees.

Sincerely,

John P. Phelan

Organizer

Enclosures: Articles of Organization

OLFEB 22 PN 5: 00

Articles of Organization Selene Investments, LLC

The undersigned natural person(s), of the age of eighteen years or more, acting as organizers of a limited liability company under the State of Florida Limited Liability Company Act, adopt(s) the following Articles of Organization for such limited liability company.

Article 1. Name of Limited Liability Company. The name of this limited liability company is Selene Investments, LLC.

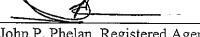
Article 2. The mailing address and street address of the principal office of the Limited Liability Company is:

> Selene Investments, LLC 1489 W. Palmetto Park Road, Suite 480 Boca Raton, FL 33486

Article 3. Registered Office and Registered Agent. The initial registered office of this limited liability company and the name of its initial registered agent at this address are:

> John P. Phelan 1489 W. Palmetto Park Road, Suite 480 Boca Raton, FL 33486

Having been named as registered agent and to accept service of process for the above stated limited liability compnay 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.



John P. Phelan, Registered Agent

Article 4. Statement of Purposes. The purpose for which this limited liability company is organized is: To manage an investment partnership that will invest in a variety of investment vehicles.

Article 5. Management and Names and Addresses of Initial Managers. The management of this limited liability company is reserved to the managers. The name and address of its initial manager is:

John P. Phelan 1489 W. Palmetto Park Road, Suite 480 Boca Raton, FL 33486

Article 6. Period of Duration of the Limited Liability Company. The period of duration of the limited liability company shall be: perpetual.

In Witness Whereof, the undersigned organizer(s) of this limited liability company has(have) signed these Articles of Organization on the date indicated.

Date: February 20, 2001

Signature(s):

, Organizer

John P. Phelan