A Professional Foreign Employment Placement & Immigration Support Group



Stephanie Rogers, President Gilberto Uribe, Vice President Carlos Quintana, Sr. International Marketing Analyst Sofia N. Perales, Marketing Assistant Andre Lopes, Brazilian Chief Securities

7850 N.W. 146th Street

Suite 418

Miami Lakes, FL 33016 Business: 305-556-1455

Facsimile: 305-556-5052 e-mail: iisiadms@aol.com

April 9, 2001

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 323124 ****500.00

.Ú.S.A. IMPORT & EXPORT SERVICES, LLC

U.S.A. FOREIGN EMPLOYMENT PLACEMENT, LLC, WOI -8763

U.S.A. ENTERTAINMENT SPECIALISTS, LLC

U.S.A. SECURITIES AND TRAINING SERVICES, LLC

Dear Sir or Madam:

Enclosed herewith is an original and one copy of the properly executed Articles of Incorporation for the above referenced companies and the appropriate fees. Please process the Articles of Incorporation for same, and return to this office in the enclosed Federal Express package.

Should you have any questions, please do not hesitate to contact this office.

Thank you for your assistance and cooperation in this matter.

Sincerely

Stephanie Rogers

SR:mc Enclosures



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 12, 2001

INTERNATIONAL IMMIGRATION SERVICES, INC. ATTN: STEPHANIE ROGERS 7850 N.W. 146TH ST. SUITE 418 MIAMI LAKES, FL 33016

SUBJECT: U.S.A. FOREIGN EMPLOYMENT PLACEMENT, LLC Ref. Number: W01000008363

We have received your document for U.S.A. FOREIGN EMPLOYMENT PLACEMENT, LLC and your check(s) totaling \$500.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles you submitted are for corporations, not limited liability companies. The amount of money you submitted and the "LLC" suffixes are for limited liability companies. Enclosed are four blank forms for filing limited liability companies. If instead you wish to file corporations, please contact the New Filing section at (805) 487-6052.

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) 487-6958.

CUMENTS VIA FEDER PACKAGE ENCLOSED.

RETURN MROCESSE

Lee Rivers Document Specialist

Letter Number: 901A00021928

HANK YOU.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

OF

U.S.A. FOREIGN EMPLOYMENT PLACEMENT, LLC

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a Limited Liability Company ("L.L.C.") under the laws of the State of Florida, by and under the provisions of the statutes of the State providing for the information, liability, rights, privileges and immunities of Limited Liability Company "L.L.C." for profit.

ARTICLE - I

The name of the Limited Liability Company shall be:

U.S.A. FOREIGN EMPLOYMENT PLACEMENT, LLC

ARTICLE - II

ADDRESS OF LIMITED LIABILITY COMPANY

The mailing address and street address of the Limited Liability Company shall be 7850 N.W. 146 Street, Suite 418, Miami Lakes, Florida 33016, and it may have such other places of business in the State of Florida as the nature and progress of the business from time to time shall be rendered necessary or desirable. Said organization shall also have the power to conduct its business outside of the State of Florida and/or in any and all the several states and territories and districts of the United States, and in any and all foreign countries, and may have one or more offices in any of the said places of businesses.

ARTICLE - III

REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

Stephanie Rogers 7850 N.W. 146 Street Suite 418 Miami Lakes, Florida 33016 Telephone: (305) 556-1455

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

[] 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.)

STEPHANIE ROGERS

Typed or printed name of signee