

L01000005932

INTERNATIONAL IMMIGRATION SERVICES, INC.

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: ijiadms@aol.com

April 9, 2001

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

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-04/11/01--01071--005
***500.00 ***125.00

RE: [U.S.A. IMPORT & EXPORT SERVICES, LLC]
U.S.A. FOREIGN EMPLOYMENT PLACEMENT, LLC
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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY
OF
U.S.A. IMPORT AND EXPORT SERVICES, 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. IMPORT AND EXPORT SERVICES, 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.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA**

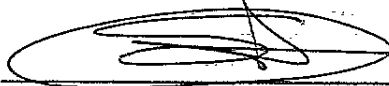
ARTICLE - III

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

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