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April 25, 2001

VIA FIRST CLASS MAIL

Registration Section
Division Of Corporations
Post Office Box 6327
Tallahassee, FL 32314
(850) 487-6051

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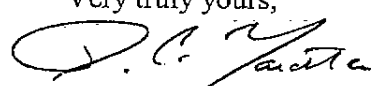
Re: Talocan Projects LLC

Dear Sir or Madam,

This office represents Talocan Projects LLC. Please find enclosed articles of organization for the above-referenced corporation and a check in the amount of \$130.00 for filing, designation of a registered agent, and a certificate of status.

Please return the letter of acknowledgment and certificate of status to the above address. I can be contacted at the number listed above.

Very truly yours,


Daniel C. Marotta

encl.

LO1-6962
AR

FILED
01 APR 30 PM 5:09
TALLAHASSEE, FL

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Talocan Projects LLC

ARTICLE II - Address:

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

1717 N. Bayshore Dr.
Suite 1534
Miami, FL 33132

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

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

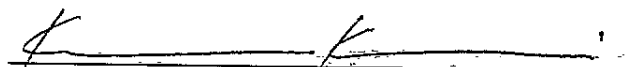
Kerim Kamhi
1717 N. Bayshore Dr.
Suite 1534
Miami, FL 33132

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.)

9 The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. These Articles may be amended by unanimous vote of the members or as otherwise provided in the Operating Agreement.


Signature of member or authorized representative

Kerim Kamhi
Typed or printed name of signee

FILED
01 APR 30 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA