· CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

200004534172--2 -08/14/01--01060--015 ****133.75 ****133.75 200004534172--2 -08/14/01--01060--016 *****21.25 *****21.25 Art of Inc. File____ LTD Partnership File_____ Foreign Corp. File_____ L.C. File Fictitious Name File__ Trade/Service Mark_ __ Merger File Art. of Amend. File RA Resignation_ Dissolution / Withdrawab Annual Report / Reinstallement Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status____ Certificate of Fictitious Name____ Corp Record Search____ Officer Search_ Fictitious Search_ Signature Fictitious Owner Search_ Vehicle Search __ Driving Record_ Requested by: UCC I or 3 File Name UCC 11 Search UCC 11 Retrieval____ Walk-In Will Pick Up Courier ter's Printing - Thomasville GA 8/00

ARTICLES OF ORGANIZATION OF KARTAL HOLDINGS LLC A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certify that:

<u>ARTICLE I — Name:</u>

The name of the Limited Liability Company is: KARTAL HOLDINGS LLC.

<u>ARTICLE II — Address:</u>

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

207 Clematis Street West Palm Beach Florida 33401

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV — Management:

The Limited Liability Company is to be managed by the members. The name and address of the initial managing member is:

Serkan Abdullah Sehlikoglu 1701 North Flagler Drive, Apt. 315 West Palm Beach, FL 33401

ARTICLE V - Admission of Additional Members:

The member(s) shall have the right to admit additional members only upon the unanimous consent of all members.

ARTICLE VI — Members' Rights to Continue Business

The remaining members of the limited liability company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, but neither the estate of any member, nor any member's heir, beneficiary or devisee shall become a member without the unanimous consent of all members.

ARTICLE VII - Regulations

Any Regulations (as defined in Section § 608.402(13) of the Act, relating to this Limited Liability Company must be in writing and signed by all of the Members.

IN WITNESS WHEREOF, we have signed these Articles of Organization and Afficient of Membership and Contribution, and acknowledged them to be our act this <u>/3</u> day of August, 2001. In accordance with Section 608.408(3), Florida Statutes, the execution of the above constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

SEKAN ABDULLAH SEHUKOGLU, Membe

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

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KARTAL HOLDINGS LLC

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

David A. Beale, Esq.
DAVID A. BEALE, P.A.
355 Northeast 5th Avenue —Suite #1
Delray Beach, FL 33483

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.

August 13, 2001

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