

L01000015029

NEW OFFICES
FREEDMAN & McCLOSKEY
PROFESSIONAL ASSOCIATION
SUITE 700, SOUTHTRUST TOWER
ONE EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301

REED B. McCLOSKEY
RANDY R. FREEDMAN

TELEPHONE (954) 764-3800
TELECOPIER (954) 764-2840

August 28, 2001

Via FedEx

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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***125.00 ***125.00

Re: Prima Group Enterprises, LLC

Dear Sir/Madam:

I have enclosed this firm's check no. 2579 in the amount of \$125.00 as the filing fee for the above-referenced limited liability company. I have also enclosed the original and one copy of the executed Articles of Organization. Please return to me one file-stamped copy of the articles via fedex. I have enclosed a return fedex airbill. Thank you.

Very truly yours,

FREEDMAN & McCLOSKEY, P.A


Reed B. McClosky

RBM/tlh

Enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 AUG 29 PM 12:18

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**ARTICLES OF ORGANIZATION
OF
PRIMA GROUP ENTERPRISES, LLC.**

Article I - Name

The name of the Limited Liability Company is:
PRIMA GROUP ENTERPRISES, LLC.

Article II - Address

Prima Group Enterprises, LLC.
c/o Freedman & McClosky, P.A.
One East Broward Blvd., Suite 700
Ft. Lauderdale, FL 33301

Article III - Registered Agent

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

Reed B. McClosky, Esq.
Freedman & McClosky, P.A.
One East Broward Blvd., Suite 700
Ft. Lauderdale, FL 33301

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Having been named as registered agent for the above stated limited liability company, I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

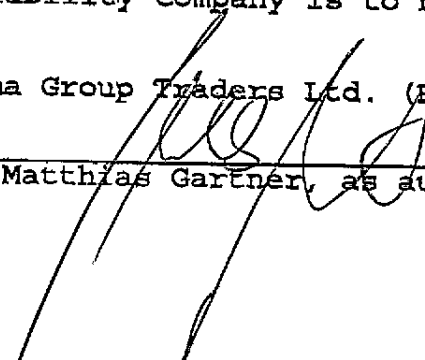


Registered Agent's Signature

Article IV - Management

The Limited Liability Company is to be managed by members.

MEMBER: Prima Group Traders Ltd. (Hong Kong)



By: Matthias Gartner, as authorized agent