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LAW OFFICE  
RUSSO & BAKER, P.A.  
ALLIANCE INTERNATIONAL F.Z.A.  
2655 LE JEUNE ROAD  
SUITE 201  
CORAL GABLES, FLORIDA 33134  
TELEPHONE 305 476-8300  
TELEFAX 305 476-8383

LAURA L. RUSSO  
RONALD G. BAKER

EDMUND P. RUSSO  
OF COUNSEL

September 18, 2001

Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

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\*\*\*\*155.00 \*\*\*\*155.00

**RE: Alliance International Developments, LLC**  
**Our File No.: 01B-336**

W01-22206  
L01-16795

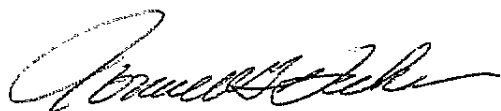
Gentlemen:

Enclosed please find Articles of Organization for the above-referenced matter which Articles we shall appreciate your filing. Also enclosed please find our check in the amount of \$155.00 to cover the filing fee of \$100.00, certified copy of \$30.00 and registered agent fee of \$25.00.

After the Articles have been filed, we shall appreciate your certifying the enclosed copy and returning it to this office to the attention of the undersigned.

Very truly yours,

**RUSSO & BAKER, P.A.**



**Ronald G. Baker**

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Enclosures

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 25, 2001

RONALD G. BAKER  
RUSSO & BAKER, P.A.  
2655 LE JEUNE ROAD, SUITE 201  
CORAL GABLES, FL 33134

SUBJECT: ALLIANCE INTERNATIONAL DEVELOPMENTS, L.L.C.  
Ref. Number: W01000022206

We have received your document for ALLIANCE INTERNATIONAL DEVELOPMENTS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article V says the company will be "managed by managers" but lists "managing members." Also, it appears that you are listing two individuals, but it is unclear whether you also want the two corporations named below them to be included in the management of the LLC. Please correct Article V to show management by either managers or managing members, and include addresses for the corporations if you would like them included in the management.

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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 701A00053349

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LAW OFFICES

**RUSSO & BAKER, P.A.**

GABLES INTERNATIONAL PLAZA  
2655 LE JEUNE ROAD  
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TELEPHONE 305 476-8300  
TELEFAX 305 476-8383

LAURA L. RUSSO  
RONALD G. BAKER

EDMUND P. RUSSO  
OF COUNSEL

September 28, 2001

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: Alliance International Developments, LLC**  
**Our File No.: 01B-336**

Dear Sir or Madam:

As per your instructions, we have enclosed Revised Articles of Organization for Alliance International Developments, L.L.C.

Thank you for your assistance.

Very truly yours,

**RUSSO & BAKER, P.A.**



**Ronald G. Baker**

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Enclosures

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**ARTICLES OF ORGANIZATION  
OF  
ALLIANCE INTERNATIONAL DEVELOPMENTS, L.L.C.**

The undersigned authorized representatives of the member of  
the LIMITED LIABILITY COMPANY, adopt the following Articles of  
Organization.

**ARTICLE I**

The name of the Limited Liability Company is: ALLIANCE  
INTERNATIONAL DEVELOPMENTS, L.L.C.

**ARTICLE II**

The mailing address and street address of the principal office  
of the Limited Liability Company is: 240 Crandon Boulevard, Suite  
207, Key Biscayne, FL 33149.

**ARTICLE III**

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

**ARTICLE IV**

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

Ronald G. Baker, Esquire  
2655 LeJeune Road, Suite 201  
Coral Gables, FL 33134

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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.

  
RONALD G. BAKER

ARTICLE V

The Limited Liability Company is to be managed by managers and the names and addresses of the managers are:

PHILIPPE CHAMBEAUX


240 Crandon Boulevard  
Suite 207  
Key Biscayne, FL 33149

MARTIN MELHEM

240 Crandon Boulevard  
Suite 207  
Key Biscayne, FL 33149

DAVENPORT CONSULTING, INC.

CHIROUSSOT-CHAMBEAUX &  
ASSOCIATES, INC.

By:   
MARTIN MELHEM, Pres.  
Member

By:   
PHILIPPE CHAMBEAUX, Pres.  
Member

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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.