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ACCOUNT NO. : 072ID00000032

REFERENCE : 902406 7288391

AUTHORIZATION : *Patricia Pizote*

COST LIMIT : \$ 155.00

ORDER DATE : October 11, 2001

ORDER TIME : 2:20 PM

ORDER NO. : 902406-005

CUSTOMER NO: 7288391

CUSTOMER: Ms. Alyce Schreiber.
Knightbridge Holdings, L.l.c.

Suite 304
208 Three Island Blvd.
Hallandale, FL 33009

RECEIVED
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DEPARTMENT OF STATE
SECTION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: KNIGHTSBRIDGE HOLDINGS, L.L.C.

EFFECTIVE DATE:

400004632224--0

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

JB
10-11-01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 OCT 11 PM 4:01

APPROVED
AND
FILED

ARTICLES OF INCORPORATION
OF
KNIGHTSBRIDGE HOLDINGS, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a Limited Liability Company under Chapter 608 of the Florida Statutes, providing for the formation, rights, privileges, and immunities of Limited Liability Companies for Profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business for such Limited Liability Company.

ARTICLE I

The name of the Limited Liability Company shall be:

KNIGHTSBRIDGE HOLDINGS, L.L.C.

The principal place of business of the Company shall be 208 Three Islands Blvd., #304, Hallandale Beach, FL 33009 but the Company shall have the power and authority to establish branch offices at such place or Places as may be designated by the Members.

ARTICLE II

DURATION

This Limited Liability Company shall exist for a term of thirty years from the date of the execution of these Articles of Organization or until dissolves in a manner provided by law, or as provided in the regulations adopted by the Members.

ARTICLE III

PURPOSES AND POWERS

The general nature of the business to be transacted, and which this Limited Liability Company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of Limited Liability Companies, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes and the laws of the State of Florida.
2. To purchase or otherwise acquire real property.

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STATE OF FLORIDA

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3. To purchase, sell, mortgage, encumber and lease the real property and personal property owned by the Company.

4. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets and liabilities, of any person, firm, association, or corporation, carrying on any kind of business of a similar nature to that which this Limited Liability Company is authorized to carry on, pursuant to the provisions of these Articles and to hold, utilize and in any manner dispose of the rights and property so acquired.

5. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, and to perform and carry out, assign, cancel or rescind any of such contracts.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and shall be liberally construed in the aid of the powers of this Limited Liability Company, and the powers and purposes stated herein shall, in no way limit or restrict the powers granted under the laws of the State of Florida.

ARTICLE IV

MAILING ADDRESS AND

PRINCIPAL PLACE OF BUSINESS

The mailing address and principal office of this Limited Liability Company shall be located at 208 Three Islands Blvd., #304, Hallandale Beach, FL 33009.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 208 Three Islands Blvd., #304, Hallandale Beach, FL 33009, and the name of the initial Registered Agent is ALYCE B. SCHREIBER.

ARTICLE VI

The Limited Liability Company shall be a manager managed company.

The undersigned, being a Member of this Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of Knightsbridge Holdings, LLC.

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TALLAHASSEE, FLORIDA

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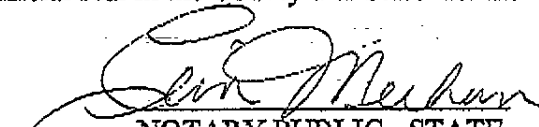
Executed by the undersigned at Hallandale Beach, Broward County, FL, this
14th day of October, 2001.


ALYCE B. SCHREIBER

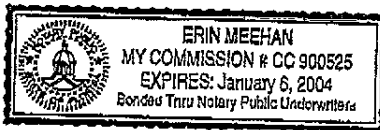
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared ALYCE SCHREIBER, to me know to be the person described in and who executed the foregoing Articles of Organization, and acknowledged before me that he executed the same, and who produced a driver's license for identification and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 11th
day of October, 2001.


NOTARY PUBLIC, STATE
OF FLORIDA AT LARGE

My Commission Expires:



01 OCT 11 PM 4:01
CLERK OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

CERTIFICATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
PURPOSES OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS
MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT KNIGHTSBRIDGE HOLDINGS, L.L.C., IS DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT 208 THREE ISLANDS BLVD.,
#304, HALLANDALE BEACH, FL 33009, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

BY: Alyce B. Schreiber, Member

Having been named to accept services of process for the above stated corporation, at the
place designated in this certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.

Signature: Alyce B. Schreiber
ALYCE B. SCHREIBER
(Registered Agent)

Date: 10/11/01

SECRETARY OF STATE
HALLANDALE BEACH, FLORIDA

01 OCT 11 PM 4: 01

APPROVED
AND
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