L020000003759

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

February 4, 2002

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

4000049150084---6
-02/13/02--01052--013
****125.00 ****125.00

SUBJECT: T. V R. LEASING, LLC.

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

$100.00 Filing fee for Articles of Organization and Affidavit
$ 25.00 Designation of Registered Agent

Total amount submitted: $ 125.00 payable to Florida Department of State

FROM: Grahame Broughton
          13831 S.W. 59th Street, Suite 207
          Miami, Florida 33183

          Telephone: 305-385-5888
          Fax: 305-385-0086

Grahame Broughton

L02-3759

ARTICLES OF ORGANIZATION
Of
TVR LEASING, LLC.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act. F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I – Name

The name of the limited liability company shall be **TVR LEASING, LLC.**

ARTICLE II – Address

The mailing address and street address of the principal office of the limited liability company is: **13831 S.W. 59TH Street, Suite 207, Miami, Florida 33183.**

ARTICLE III – Duration

The limited liability company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The limited liabilities existence shall be perpetual unless the limited liability company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV- Registered Office and Agent

The name and street address of the registered agent of the limited liability company in the state of Florida are Richard A. Barber, C.P.A., 13831 S.W. 59th Street, Suite # 207, Miami, Florida 33183.

ARTICLE V-Initial and Additional Capital Contributions

Each member shall make initial and additional capital contributions to the limited liability company upon the consent of a majority of the members or a provided in the regulations.

ARTICLE VI- Admission of New Members

Except as set forth in the regulations, no additional members shall be admitted to the limited liability company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interests in the limited liability company as set forth in the regulations of the limited liability company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless a majority of the members consents.
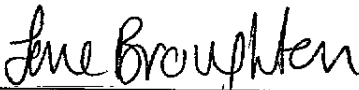
ARTICLE VII- Members' Right to Continue Business

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not consistent with law or these articles of organization. The name of the initial manager of the limited liability company is Grahame Broughton, 13831 S.W. 59th Street, Suite # 207, Miami, Florida 33183.
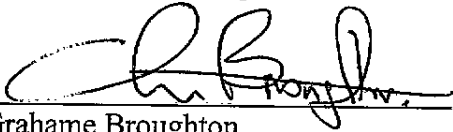
The undersigned organizers have made and subscribed these articles of organization at Miami, Florida on February 4, 2002.

_____
Mark Alexander Broughton

_____
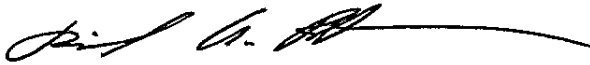Jane Elizabeth Broughton

_____
Grahame Broughton

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for the above limited liability company, 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.

February 4, 2002

Richard A. Barber, C.P.A.