LO2 COO CO SUNTRUST INTERNATIONAL CENTER

OUNTRUST INTERNATIONAL CENTER
ONE SOUTHEAST THIRD AVENUE
SUITE 960
MIAMI, FLORIDA 33131

LESLIE ALAN ROZENCWAIG ROSARIO FERRERO - CARR

June 20, 2002

TELEPHONE (305)379-6100 TELEFAX (305)379-6808
E-Mail: BIZLITLAW@aol.com



FEDEX AIRBILL NO. 8311 7047 2684

PERSONAL AND CONFIDENTIAL

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

RE:

Our Client File Number 1145(e)

Dear Sir or Madam:

400005905274--2 -06/21/02--01057--002 ****125.00 ****125.00

Enclosed please find the original as well as a copy of the Articles of Organization of Uche Family Holdings, L.C. and a check in the amount of One Hundred Twenty-Five Dollars (\$125.00) representing the filing fee. Please process the same accordingly.

Cordially,

L'ESILIE ALAN ROZENCWAIG, P.A.

ROSARIO FERRERO-CARR, ESQ.

For the Firm

RFC/cg Enclosures

f:\wpdata\ferrero\I 145\letters\art-org-llc-uche-family-holdings.doc

ARTICLES OF ORGANIZATION OF UCHE FAMILY HOLDINGS, L.C.

Article I Name

The name of the Limited Liability Company is: UCHE FAMILY HOLDINGS, L.C.

Article II Address

Company is:

The mailing address and street address of the principal office of the Limited Limited S.W. 136th Street, Miami, Florida 33176.

Article III Registered Agent

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

Leslie Alan Rozencwaig, P.A. One S.E. Third Avenue, Suite 960 Miami, Florida 33131

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.

Leslie Alan Rozencwaig, Esq.

Article IV Management

(CHECK BOX IF APPLICABLE)

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager-managed company.

Emmanuel O. Uche

Member/authorized representative of Member (In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavid constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

Article V Managing Member

The managing member is Emmanuel O. Uche, whose address is 11200 S.W. 136th Street, Miami, Florida 33176.