OLSLIA FENNAIG PAODO TO SOUTHEAST THIRD AVENUE SUITE 960

Leslie Alan Rozencwaig Rosario Ferrero - Carr TELEPHONE (305) 379-6100 TELEFAX (305) 379-6808

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E-MAIL: BIZLITLAW@aol.com

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August 5, 2002

Miami, Florida 33131

FEDEX AIRBILL NO. 8337 1296 8340

PERSONAL AND CONFIDENTIAL

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

RE: Our Client File Number 1183(b)

Dear Sir or Madam:

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

Cordially,

LESLIE ALAN ROZENCWAIG, P.A

ROSARIO FERRERO-CARR, ESQ.

For the Firm

RFC/cg Enclosures

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(02-2000)

ARTICLES OF ORGANIZATION OF ORIENT USA LLC.

Article I Name

The name of the Limited Liability Company is: ORIENT USA LLC.

Article II Address

The mailing address and street address of the principal office of the Limited Liability Company is: One S.E. Third Avenue, Suite 960, Miami, Florida 33131.

Article III <u>Regi</u>stered 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 daties, and I am familiar with and accept the obligations of my position as registered agent.

Article IV Management

Leslie Alan Rozencwaig, Esq

(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.

BRYAN STERENTAL

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

Article V Managing Members

The managing members are Bryan Sterental, whose address is c/o One S.E. Third Avenue, Suite 960, Miami, Florida 33131 and Hery Wainberg, whose address is c/o One S.E. Third Avenue, Suite 960, Miami, Florida 33131.