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LIMITED LIABILITY COMPANY

Almar U.S.A., LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Almar U.S.A., LLC

Article II. Address

The Company's street and mailing address is:

Almar U.S.A., LLC
7 NW 2nd Street
Miami FL 33128

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Aron M. Mandl, PA
3407 NW 9th Avenue
Suite 250
Fort Lauderdale FL 33309 UNITED STATES

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Aron Mandl | FL Bar Member 165270
3407 NW 9th Avenue
Suite 250
Fort Lauderdale FL 33309
954-630-4000

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Article V. Management

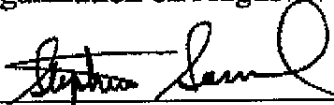
This will be a manager-managed company. The name and address of each manager is:

DORI AVNER
7 NW 2nd Street Miami FL 33128

Article VI. Company Existence

The Company's existence shall begin effective as of August 29, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on August 29, 2002.



ARON MANDL
by S. T. Samuel as attorney-in-fact

Aron Mandl | FL Bar Member 165270
3407 NW 9th Avenue
Suite 250
Fort Lauderdale FL 33309
954-630-4000

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Almar U.S.A., LLC

REGISTERED AGENT/OFFICE:

Aron M. Mandl, PA
3407 NW 9th Avenue
Suite 250
Fort Lauderdale FL 33309
UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ARON M. MANDL, PA
by S. T. Samuel as attorney-in-fact

Date: August 29, 2002

Aron Mandl | FL Bar Member 165270
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Suite 250
Fort Lauderdale FL 33309
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