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THE
ADAMS
LAW FIRM

A Professional Association

EDGAR W. ADAMS

TARQUIN J. ADAMS

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7/25/02

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

700006721817--5
-07/29/02--01045--001
****160.00 ****160.00

SUBJECT: ERASMUS, EUSTATIA, & MOEN, LLC

Enclosed is an original and one copy of the articles of organization and a check for:

()
Filing Fee
and Registered
Agent
Designation

()
Filing Fee,
Registered Agent
Designation, and
Certificate of Status

()
Filing Fee,
Registered Agent
Designation, and
Certified Copy

(X) \$160.00
Filing Fee,
Registered Agent
Designation,
Certified Copy, and
Certificate of Status

FILED
02 SEP 18 AM 2:57
CLERK OF DISTRICT COURT
STATE OF FLORIDA

From: Edgar W. Adams, Esq.

1510 E. Colonial Drive
Suite 210
Orlando, FL 32803
407-228-8828

W02-21846



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 30, 2002

THE ADAMS LAW FIRM
ATTN: EDGAR W. ADAMS, ESQ.
1510 E. COLONIAL DRIVE, SUITE 210
ORLANDO, FL 32803

SUBJECT: ERASMUS, EUSTATIA, & MOEN, LLC
Ref. Number: W02000021846

FILED
02 SEP 18 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ERASMUS, EUSTATIA, & MOEN, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 302A00045854



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 19, 2002

THE ADAMS LAW FIRM
ATTN: EDGAR W. ADAMS, ESQ.
1510 E. COLONIAL DRIVE, SUITE 210
ORLANDO, FL 32803

SUBJECT: ERASMUS, EUSTATIA, & MOEN, LLC
Ref. Number: W02000021846

FILED
02 SEP 18 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ERASMUS, EUSTATIA, & MOEN, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 402A00048822



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 4, 2002

THE ADAMS LAW FIRM
ATTN: EDGAR W. ADAMS, ESQ.
1510 E. COLONIAL DRIVE, SUITE 210
ORLANDO, FL 32803

SUBJECT: ERASMUS, EUSTATIA, & MOEN, LLC
Ref. Number: W02000021846

FILED
02 SEP 18 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ERASMUS, EUSTATIA, & MOEN, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 202A00051082

FILED
02 SEP 18 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF

ERASMUS, EUSTATIA & MOEN, L.L.C.

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 **ERASMUS, EUSTATIA & MOEN, L.L.C.** ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is **815 Vista Palma Way, Orlando, FL 32825.**

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the 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 company in the state of Florida are:

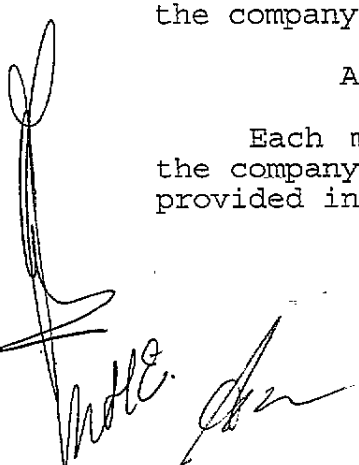
<u>Name</u>	<u>Address</u>
ADRIAN MOEN	815 Vista Palma Way Orlando, FL 32825

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII --- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional member shall be admitted to the company except with the unanimous 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 interest in the company as set forth in the regulations of the 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 all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBER EQUITY DISTRIBUTION

The Members have agreed that the equity in the company shall be represented in the following manner:

<u>Name</u>	<u>Equity</u>
Maria Hedwigis Erasmus	25%
Jose Maria Eustatia	35%
Adrian Antonio Moen	40%

ARTICLE IX -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or disassociation of the manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

ARTICLE X -- MANAGEMENT

The company shall be managed by the members 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 company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

NAME	ADDRESS
Maria Hedwigis Erasmus	Tanki Leendert 198 Oranjestad, Aruba

Jose Maria Eustatia

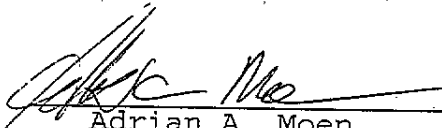
Plantagehuis Lange Tuin/ Weg
Naar Fuik z/n
Willemstad, Curacao

Adrian Antonio Moen

815 Vista Palma Way
Orlando, FL 32825

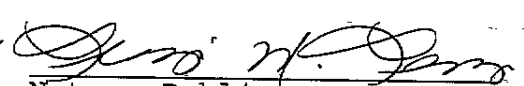
IN WITNESS WHEREOF, the undersigned organizers have made and
subscribed these articles of organization at Orlando, Florida on
July 24, 2002.

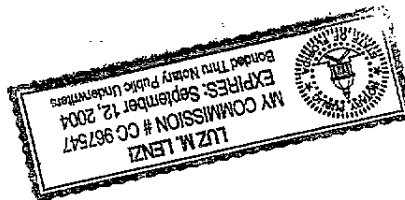
FILED
02 SEP 18 PM 12:58
CLERK OF STATE
TALLAHASSEE, FLORIDA


Adrian A. Moen

Sworn to and subscribed before me on July 24, 2002, by
Adrian A. Moen, who produced
identification. Type of identification produced:

Driver's License M500-001-76-262-0


Notary Public - State of
Florida
Luzi Lenzi



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

FILED

02 SEP 18 PM 12:58

Under the provisions of F.S. 608.415 or 608.507, ERASMUS, EUSTATIA, & MOEN, Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida: STATE OF FLORIDA


1. The name of the limited liability company is ERASMUS, EUSTATIA, & MOEN, LLC.

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

ADRIAN A. MOEN

815 VISTA PALMA WAY
ORLANDO, FL 32825

The undersigned, being the person named in the articles of organization of ERASMUS, EUSTATIA, & MOEN, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


ADRIAN A. MOEN
Registered Agent