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LIMITED LIABILITY COMPANY

Balli Development, LLC

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ARTICLES OF ORGANIZATION

EFFECTIVE DATE
10/3/02

Article I. Name

The name of this Florida limited liability company is:
Balli Development, LLC

Article II. Address

The Company's street and mailing address is:

Balli Development, LLC
9001 SW 94th Street
Suite 115
Miami FL 33176

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Article III. Registered Agent

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

Alos & Associates, P.A.
10271 SW 72nd Street
Suite 102D
Miami FL 33173

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.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Management

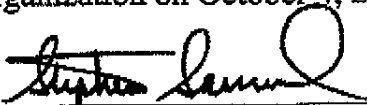
This will be a manager-managed company. The name and address of each manager is:

FRANCESCO BALLI
9001 SW 94th Street Suite 115 Miami FL 33176

Article VI. Company Existence

The Company's existence shall begin effective as of October 3, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on October 4, 2002.



CORPORATE CREATIONS INTERNATIONAL INC.
Stephen T. Samuel Vice President

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STATEMENT OF REGISTERED AGENT

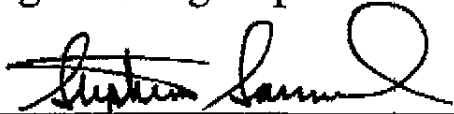
LIMITED LIABILITY COMPANY:

Balli Development, LLC

REGISTERED AGENT/OFFICE:

Alos & Associates, P.A.
10271 SW 72nd Street
Suite 102D
Miami FL 33173

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.



ALOS & ASSOCIATES, P.A.
by S. T. Samuel as attorney-in-fact

Date: October 4, 2002

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