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LIMITED LIABILITY COMPANY

Bomax II LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: Bomax II LLC

Article II. Address

The Company's street and mailing address is: Bomax II LLC 300 East 56th Street Apt. 32A New York NY 10022

Article III. Registered Agent

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

Corporate Creations Network Inc. 941 Fourth Street Miami Beach FL 33139 UNITED STATES

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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.

Richard T. Heiden | FL Bar Member 910661 Richard T. Heiden P.A. 31640 US Highway 19 North Suite 4 Palm Harbor FL 34684 727-771-7888

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Article V. Management

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

DAVID B. CONE 300 East 56th Street Apt. 32A New York NY 10022 LYNN A. CONE 300 East 56th Street Apt. 32A New York NY 10022

Article VI. Company Existence

The Company's existence shall begin effective as of November 8, 2002.

The undersigned authorized representative of a member executed these Articles of

Organization on November 8, 2002.

RICHARD T. HEIDEN

by R.A. Fernande/c as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: Bomax II LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 941 Fourth Street Miami Beach FL 33139 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.

CORPORATE CREATIONS NETWORK INC. by R.A. Fernandez as attorney-in-fact

Date: November 8, 2002

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