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**From: Account Name : SIDNEY Z. BRODIE, ESQ.
Account Number : I19990000106
Phone : (305) 477-1155
Fax Number : (305) 477-3860**

**LIMITED LIABILITY COMPANY
MILLENNIUM HOLDINGS, L.L.C.**

Certificate of Status	0
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SIDNEY Z. BRODIE & ASSOCIATES

600 NORTH PINE ISLAND ROAD
SUITE 400
PLANTATION, FLORIDA 33324
TELEPHONE (954) 318-0296
TELECOPIER (954) 318-0273

REPLY TO: Miami
WRITER'S E-MAIL:
Olga@brodieslaw.com

AIRPORT EXECUTIVE TOWER 2
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MIAMI, FLORIDA 33126
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1-800-255-1826

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**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

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ARTICLE I - Name:

The name of the Limited Liability Company is: **MILLENNIUM HOLDINGS, L.L.C.**

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

7725 NW 146TH STREET, MIAMI LAKES, FLORIDA 33016

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: **Perpetual**

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Rolando Rodriguez	13611 Deering Bay Drive, Unit 702 Coral Gables, Florida 3156
Carmen Goenaga	13487 NW 8th Street Miami, Florida 33182
Niurka Goenaga	13487 NW 8th Street Miami, Florida 33182

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

1. Unanimous consent of all remaining members.
2. Any newly admitted member will be required to make a capital contribution in amount to be decided by the then remaining members.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members will have the unlimited right to continue the business in all eventualities.

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SIGNATURE PAGE OF MEMBER



Signature of a member or authorized representative of a member.
(In accordance with section 608.403(3), Florida Statutes, the execution of this affidavit
constitutes of affirmation under the penalties of perjury that the facts stated herein are true).

ROLANDO RODRIGUEZ

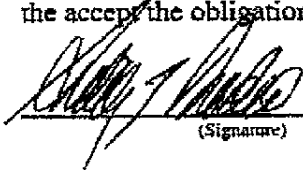
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**CERTIFICATE OF DESIGNATION OF
RESIGNATION AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: MILLENNIUM HOLDINGS, L.L.C.
2. The name and address of the registered agent and office is: Sidney Z. Brodic, whose address is 7270 NW 12th Street, PH-I, Miami, Florida 33126.

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 property and complete performance of my duties, and I am familiar with the accept the obligations of my position as registered agent.


(Signature)

12-24-2002
(Date)

Designation of Registered Agent

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