

LD300000 1450

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

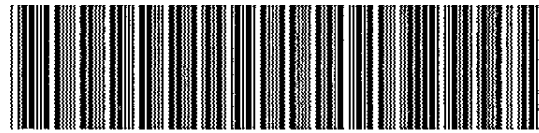
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Venus Fidelity Trust

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
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**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY
OF
VENUS FIDELITY TRUST, LLC**

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 Article of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be: VENUS FIDELITY TRUST, LLC ("Limited Liability Company")

ARTICLE II - ADDRESS

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

2328 Tenth Avenue North, Suite 403
Lake Worth, Florida 33461-6606

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

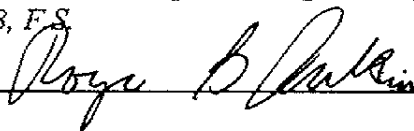
The name and address of the registered agent and office is:

Roger Rukin
(Name)

2328 Tenth Avenue North, Suite 403
Lake Worth, Florida 33461 - 6606

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 certificated, 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

(Name)



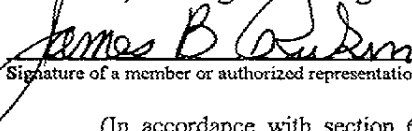
January 8, 2003

(Date)

ARTICLE IV - Management (Check box if applicable)

The Limited Liability Company is to be managed by one manger or more managers and is, therefore, a manger - managed company.

Signature of a member or authorized representation of a member



January 8, 2003

(Date)

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

James B. Rukin Revocable Trust U/A/D 5/7/96

Typed name of signer

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