

L03000005382

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

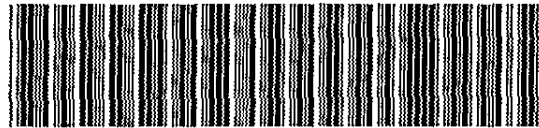
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TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

February 10, 2003

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Formation of TERAdvisors, LLC

Dear Sir or Madam:

Enclosed find (i) the Articles of Organization of TERAdvisors, LLC (the "Company") for registration with the Florida Department of State, Division of Corporation and (ii) a check payable to the Florida Department of State in the amount of \$125.00 to cover the filing fee for the Articles of Organization and the Designation of Registered Agent of the Company.

Until **June 30, 2003**, please send any correspondence relating to the Company to the following:

Fernando L. Soriano
C/O PO Box 566
New York, NY 10021

From **July 1, 2003** on, please send any correspondence relating to the Company to the following permanent address:

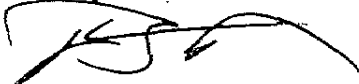
Fernando L. Soriano
The Breakwater at Pelican Bay
775 Bentwater Circle, #101
Naples, Florida 34108-6780

Telephone, fax and e-mail address are permanent:

Tel: 917-842-1343
Fax: 212-772-8241
E-mail: fernando.soriano@verizon.net

Thank you in advance for your attention to this matter.

Sincerely,



Fernando L. Soriano

Encls. as noted

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ARTICLES OF ORGANIZATION

OF

TERAdvisors, LLC

ARTICLE I

Name

The name of the limited liability company is TERAdvisors, LLC (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is The Breakwater at Pelican Bay, 775 Bentwater Circle, #101, Naples, Florida 34108-6780.

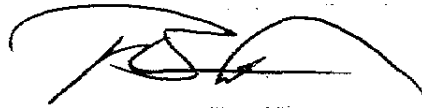
ARTICLE III

Registered Agent, Registered Office and Registered Agent's Signature

The name and the Florida street address of the registered agent of the Company are:

Fernando L. Soriano
The Breakwater at Pelican Bay
775 Bentwater Circle, #101
Naples, Florida 34108-6780

Having been named as registered agent and to accept service of process for the 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 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.



Fernando L. Soriano

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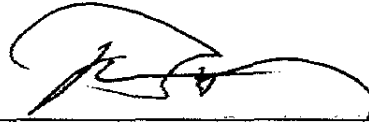
ARTICLE IV

Management

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

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

Date: February 10, 2003



Fernando L. Soriano
Authorized Representative

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