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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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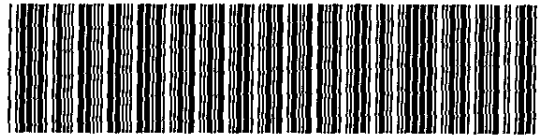
(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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EFFECTIVE DATE
2/20/03

SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Charles P. Sacher, P.A.
Gregory T. Martini
Charles S. Sacher

Telephone: 305/448-3900
Facsimile: 305/446-9206
OF COUNSEL
Martin E. Segal, P.A.

February 20, 2003

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Augusta L.L.C.
Articles of Organization
Our File No. 4372-4

Dear Sir/Madam:

On behalf of the above referenced corporation, I enclose herewith an original and one (1) copy of the executed and notarized Articles of Organization, together with my firm check in the amount of \$155.00.

Please cause the original copy of the Articles of Organization to be filed among the corporate records of the State of Florida. Please return the copy to the undersigned, together with your certificate that this is a certified copy of the original Articles of Organization.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$100.00
Designation of Registered Agent	25.00
Certified Copy	<u>30.00</u>
TOTAL	\$155.00

Please note that in accordance with § 608.409, F.S., and Article Eighth of the Articles, the corporate existence will commence February 20, 2003.

Thank you for your attention to this matter.

Sincerely,



Charles P. Sacher

CPS:abc
Enclosure
cc: Mr. Giraldo Leyva

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**ARTICLES OF ORGANIZATION OF
AUGUSTA L.L.C.**

The undersigned, desiring to form a Limited Liability Company under and pursuant to §608.405, Florida Statutes, does hereby certify as follows:

FIRST: The name of said limited liability company shall be AUGUSTA L.L.C.

SECOND: AUGUSTA L.L.C. shall exist in perpetuity.

THIRD: Copies of the Operating Agreement of AUGUSTA L.L.C. may be obtained from the Manager at 3200 SW 128th Avenue, Miami, Florida 33175, Florida which is the place in the State of Florida where the principal office of the limited liability company is located. The mailing address of AUGUSTA L.L.C. shall be 3200 SW 128th Avenue, Miami, Florida 33175.

FOURTH: The purposes for which AUGUSTA L.L.C. is formed are:

A. To acquire trademarks, trade names, service marks, copyrights and similar intellectual property rights for investment, sale and licensing; and

B. To engage in such other lawful acts or activities for which limited liability companies may be formed under §608.405 Florida Statutes.

FIFTH: The maximum number of ownership units which AUGUSTA L.L.C. is authorized to have outstanding is one thousand (1000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

SIXTH: That, AUGUSTA L.L.C., desiring to organize under the laws of the State of Florida as a limited liability company has designated its initial registered office as 2655 LeJeune Road, Suite 1101, Miami-Dade County, Florida, and has named Charles P. Sacher as its initial Registered Agent who is located at such address.

SEVENTH: The name and street address of the Subscribing Member to these Articles of Organization of AUGUSTA L.L.C. is as follows:

NAME	ADDRESS
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Charles P. Sacher	2655 LeJeune Road, Suite 1101 Coral Gables, Florida 33134
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EFFECTIVE DATE

2/20/03

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EIGHTH: The business of this limited liability company shall be conducted by a Manager who shall be elected by the Members, who shall be elected in accordance with the Operating Agreement.

The name and street address of the initial Manager, who shall hold office for the first year of its existence or until his successor is elected and qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Giraldo Leyva	3200 SW 128 th Avenue Miami, Florida 33175

In accordance with the provisions of §608.409, the effective date of existence is specified to be February 20, 2003, so long as these Articles or Organization are filed with the Secretary of State within five (5) business days of this date.

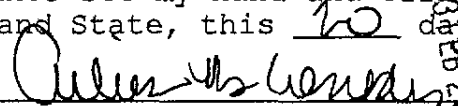
WITNESS my hand and seal this 20th day of February, 2003.


Charles P. Sacher

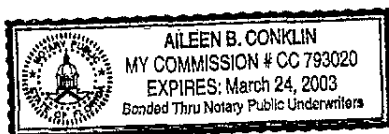
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

BEFORE ME, the undersigned authority, personally appeared Charles P. Sacher, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Organization, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 20 day of February, 2003.


Notary Public, State of Florida
at Large

My commission expires:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
FEB 20 2003
AM 10:30

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for AUGUSTA L.L.C., at place designated in SECTION SIXTH of the attached Articles of Organization, I hereby acknowledge that I am familiar with and accept the obligations of that position.


Registered Agent

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