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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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LIMITED LIABILITY COMPANY

hlc ASSETS, LLC

Certificate of Status	0
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(3)

ARTICLES OF ORGANIZATION OF
HLC ASSETS, LLC

The undersigned hereby executes these Articles for the purpose of forming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company (the "Company").

ARTICLE I

NAME

The name of the Company shall be HLC ASSETS, LLC.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company is 925 Rio Vista Boulevard, Ft Lauderdale, Florida 33301.

ARTICLE III

REGISTERED OFFICE AND
REGISTERED AGENT &
REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent is:

M & W Agents, Inc.
2101 Corporate Blvd., Suite 107
Boca Raton, FL 33431

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

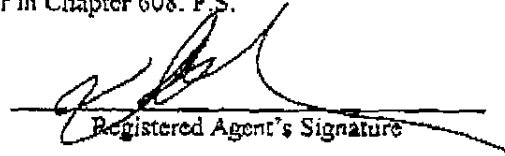
Donald R. Tescher, Esq.
Tescher Chaves Rubin & Forman, PA
2101 Corporate Blvd., Suite 107
Boca Raton, Florida 33431
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Fla. Bar No. 121086

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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.


Registered Agent's Signature

ARTICLE IV

MANAGEMENT

The Company is to be a manager-managed Company.

ARTICLE V

DURATION

The Company shall commence upon filing of these Articles and shall continue in perpetuity unless sooner terminated by operation of law or agreement among the Company's members.

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The undersigned, being the original member of the Company, hereby certifies that the foregoing constitutes the Articles of Organization of HLC ASSETS, LLC.

Executed by the undersigned on 3/7/00, 2003.

SOLE MEMBER AND MANAGER:


HUNTER L. CROSON

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