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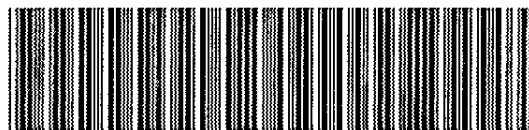
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Roy R. Lustig, Esq.  
Of Counsel

April 7, 2003

Secretary of State  
Division of Corporations  
Corporate Records Bureau  
Room 2001, The Capitol  
Tallahassee, FL 32301

Re: Euclid, L.L.C.

Dear Sir/Madam:

Please find enclosed the original and one copy of the fully executed Articles of Organization of Euclid, L.L.C., together with my check payable to your order in the sum of \$125.00 to cover the cost of filing the Articles and the registered agent's fee.

As usual, thanks for your prompt and efficient service.

Very truly yours,



ALAN E. GREENFIELD

encls: (as stated)

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**ARTICLES OF ORGANIZATION  
OF  
EUCLID, L.L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter (608).

1. **Name:** The name of the limited liability company is EUCLID, L.L.C. ("Company").

2. **Mailing and Street Addresses:** The Company's principal mailing and street address is 15105 NW 77th Avenue, Suite 303, Miami Lakes, Florida 33014.

3. **Duration:** The Company shall exist from the date of filing these Articles with the Florida Department of State until the occurrence of any of the events specified in the Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.

4. **Management:** The Company may be managed by members or non-members. The following person will initially be the manager:

Alan E. Greenfield  
15105 NW 77th Avenue  
Suite 303  
Miami Lakes, Florida 33014.

5. **Additional Members:** Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.

6. **Members Rights to Continue Business:** If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other

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event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

7. **Registered Agent and Office:** The name of the initial registered agent of the Company is Alyson E. Greenfield, Esq. The street address of the initial registered agent of the company is 15105 NW 77 Avenue, Suite 303, Miami Lakes, Florida 33014.

8. **Regulations:** The members, by majority action, shall have the power to adopt, alter, amend or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

9. **Date of Existence of the Company:** The existence of the Company shall commence on the date of the filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization on this 7<sup>th</sup> day of April, 2003.

  
ALAN E. GREENFIELD

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

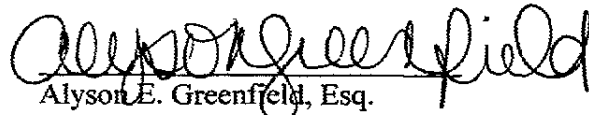
Pursuant to the provisions of Section 608.415, Florida Statutes, the below referenced limited liability company has designated in its Articles of Organization its Registered Agent/Registered Office, in the State of Florida.

1. The name of the limited liability company is: Euclid, L.L.C.
2. The name of the Registered Agent and the Registered Office is:

Alyson E. Greenfield, Esq.  
15105 NW 77 Avenue  
Suite 303  
Miami Lakes, Florida 33014

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 7<sup>th</sup> day of April, 2003.

  
Alyson E. Greenfield, Esq.

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