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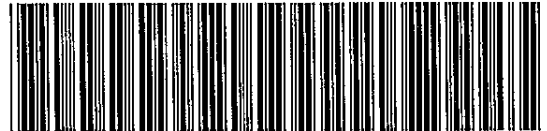
(Business Entity Name)

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DIVISION OF REGISTRATION

BPL



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 099683 7108498

AUTHORIZATION :

*Patricia Pigato*

COST LIMIT : \$ 155.00

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ORDER DATE : May 20, 2003

ORDER TIME : 9:41 AM

ORDER NO. : 099683-005

CUSTOMER NO: 7108498

CUSTOMER: Richard J. Alan Cahan, Esq  
Becker & Poliakoff, P.a.  
Richard J. Alan Cahan, Esq  
Suite 100  
5201 Blue Lagoon Drive  
Miami, FL 33126

DOMESTIC FILING

NAME: HARBOR DRIVE HOLDINGS, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF ORGANIZATION

of

HARBOR DRIVE HOLDINGS, LLC

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The undersigned person, acting as the organizer of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

1. **Name.** The name of this limited liability company is "HARBOR DRIVE HOLDINGS, LLC" ("Company").
2. **Duration.** The Company's period of duration shall be perpetual from the date of the filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.
3. **Purpose.** The Company is organized to conduct all lawful purposes allowed under the Florida Limited Liability Company Act.
4. **Principal Place of Business.** The mailing and street address of its initial principal place of business is:

Harbor Drive Holdings, LLC  
c/o Richard J. Alan Cahan, Esq.  
Becker & Poliakoff, P.A.  
5201 Blue Lagoon Drive, Suite 100  
Miami, Florida 33126

5. **Registered Agent and Office.** The name and address of its registered agent, whose "Consent to Appointment as Registered Agent" is included with these Articles, is:

RICHARD J. ALAN CAHAN, ESQ.  
Becker & Poliakoff, P.A.  
5201 Blue Lagoon Drive, Suite 100  
Miami, FL 33126-2065

The address of its registered office is:

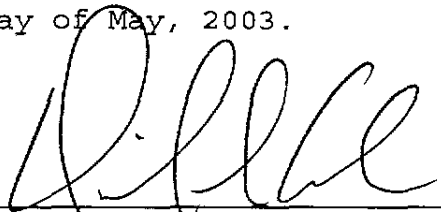
5201 Blue Lagoon Drive, Suite 100  
Miami, FL 33126-2065

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6. **Capitalization.** The capital contribution of its single member has a value of \$1,000.00.
7. **Additional Capital Contributions of Members.** Additional capital contributions may be contributed only upon the unanimous vote of the members, and no additional capital contribution will ever be required at the request of non-member third parties.
8. **Admission of Additional Members.** Additional members may be admitted only upon such terms as are unanimously agreed to by all members pursuant to the applicable provisions in the Operating Agreement.
9. **Continuity.** The members have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.
10. **Management.** The manager of the Company will be Company Directors, Ltd., Bolam House, 2<sup>nd</sup> Floor, P. O. Box CB 12399, George Street, Nassau, Bahamas.
11. **Initial Member.** The name and address of the initial single member of the Company is as follows:

WESTMONT ACQUISITION CO., LLC  
c/o Company Managers, Ltd.  
Bolam House  
2<sup>nd</sup> Floor  
P. O. Box CB 12399  
George Street, Nassau, Bahamas.

Dated this 19 day of May, 2003.

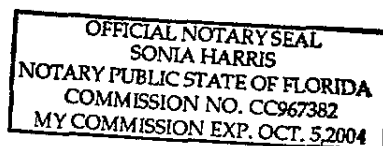
  
\_\_\_\_\_  
RICHARD J. ALAN CAHAN, ESQ.  
as an authorized Representative  
of the single member

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State of Florida                    )  
                                      ) ss  
County of Miami-Dade            )

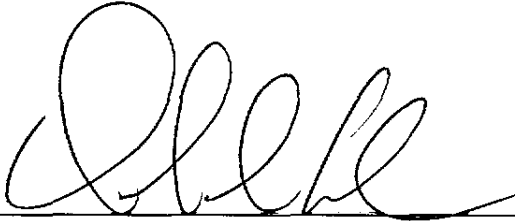
The foregoing Articles of Organization were acknowledged before me this 19th day of May, 2003, by Richard J. Alan Cahan, as an authorized Representative of the single member, who has produced his passport for identification.

Sonia Harris  
Notary Public  
Name of Notary: SONIA HARRIS  
My Commission expires: \_\_\_\_\_



**Consent to Appointment as Registered Agent**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.

  
\_\_\_\_\_  
RICHARD J. ALAN CAHAN  
as Registered Agent

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