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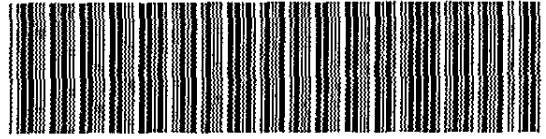
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STONE & GERKEN, P.A.

ATTORNEYS AT LAW

4850 N. Highway 19A
Mt. Dora, Florida 32757
(352) 357-0330
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LEWIS W. STONE
SCOTT A. GERKEN
JASON E. MERRITT

MAILING ADDRESS:
Post Office Drawer 2048
Eustis, Florida 32727-2048

May 30, 2003

Via Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

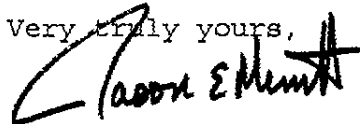
Re: CANUSA Industries, L.L.C.

Dear Sirs:

Enclosed please find the original and copy of the Articles of Organization for filing regarding the above-referenced limited liability company. Also enclosed is a check in the amount of \$155.00 for the filing fee and certified copy.

Please return the certified copy of the filed Articles to me at the above address.

Very truly yours,



Jason E. Merritt

JEM:dm
Enclosures

xc: Allan Roe

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ARTICLES OF ORGANIZATION

OF

CANUSA INDUSTRIES, L.L.C.

ARTICLE I
NAME

The name of this Limited Liability Company is CANUSA Industries,
L.L.C.

ARTICLE II
DURATION

This limited liability company shall have a perpetual existence commencing on the date these Articles are filed with the Secretary of State for the State of Florida, unless sooner terminated as provided herein.

ARTICLE III
PURPOSE

This limited liability company is created for the purpose of transacting all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act as agreed upon by the members.

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ARTICLE IV
PLACE OF BUSINESS AND REGISTERED AGENT

The principal place of business of this limited liability company shall be 24715 Adair Avenue, Sorrento, Florida 32776, or such other place or places as the members from time to time may determine.

The mailing address of this limited liability company shall be Post Office Box 956, Sorrento, Florida 32776-0956.

The initial Registered Agent of this limited liability company shall be ALLAN ROE, 24715 Adair Avenue, Sorrento, Florida 32776.

**ARTICLE V
MANAGEMENT OF THE BUSINESS**

This limited liability company shall be a manager-managed company. The initial managers shall be **ALLAN ROE** whose address is 24715 Adair Avenue, Sorrento, Florida 32776 and **MICHAEL SHIRCHENKO** whose address is 26 Baraniuk Street, St. Catharines, ON, Canada L2N1N5. Such managers shall continue to manage this limited liability company until a qualified successor is duly elected by a majority of members.

**ARTICLE VI
INITIAL MEMBERS**

The initial members of this limited liability company shall be **ALLAN ROE** and **MICHAEL SHIRCHENKO**.

**ARTICLE VII
ADDITIONAL MEMBERS**

The initial members of this limited liability company may admit additional members only according to the terms and conditions of a unanimous vote of the members.

**ARTICLE VIII
TRANSFERABILITY OF MEMBER'S INTEREST**

A member's interest in this Company may be transferred only with the unanimous written consent of all the remaining members if the transferee intends to become a member. Without this consent, the transferee shall not be entitled to become a member or to participate in the management of the Company, but shall be entitled only to distributions to which the transferor otherwise would be entitled.

**ARTICLE IX
PROPERTY**

Real or personal property originally brought into or transferred to the Company, or acquired by the Company by purchase or otherwise,

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shall be held and owned, and conveyance shall be made, in the name of this limited liability company.

ARTICLE X
AMENDMENTS

These Articles, except for the vested rights of the members, may be amended from time to time by a two-thirds (2/3) majority in interest of the members, and the amendments shall be filed, duly signed by all members of the Company, with the Florida Department of State. All members agree to abide by the majority decision and agree to sign the amendments for the purpose of filing with the Florida Department of State.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization on this 30th day of May, 2003.

Allan Roe
ALLAN ROE

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STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared ALLAN ROE, who produced Florida Driver's License as identification or is personally known to me, and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of May, 2003.



Mary Kilcullen
NOTARY PUBLIC
Mary Kilcullen
Notary Public Printed Name

Commission expires: 3/31/07

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - that CANUSA Industries, L.L.C., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, at the City of Sorrento, County of Lake, State of Florida, has named ALLAN ROE, of 24715 Adair Avenue, Sorrento, Florida 32776, as its agent to accept service of process within this State.

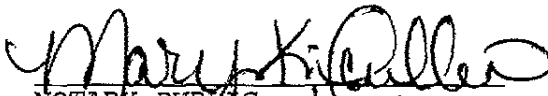
ACKNOWLEDGEMENT

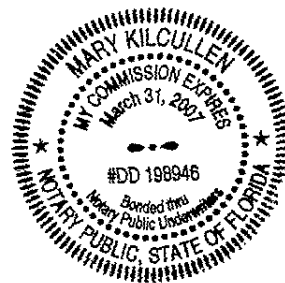
Having been named to accept service of process for the above stated Company, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said offices.


ALLAN ROE, Registered Agent

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Sworn to and subscribed before me this 30th day of May, 2003 by ALLAN ROE.


NOTARY PUBLIC
Mary Kilcullen
Notary Public Printed Name



My Commission Expires: 3/31/07