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**THERREL BAISDEN, P.A.**

ATTORNEYS AT LAW  
SUNTRUST INTERNATIONAL CENTER  
ONE SOUTHEAST 3RD AVENUE  
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June 17, 2003

NICHOLAS M. DANIELS  
DAVID DARLOW  
JONATHAN FEUERMAN  
MARK M. HASNER  
ELLEN ROSE  
FRED R. STANTON

**VIA FEDERAL EXPRESS**

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

Re: Gian Management, LLC and Gian Investment Group, Ltd.  
Our File No. 203251

Gentlemen:

Enclosed herein are original Articles of Organization for the  
captioned limited liability company and original Certificate of  
Limited Partnership and Affidavit of Capital Contributions  
documents for the captioned Limited Partnership. We enclose checks  
to cover the following costs:

Filing Fee for Limited Liability Company	\$125.00
Certified Copy under Seal	<u>30.00</u>
Total for LLC	\$155.00
Filing Fee for Limited Partnership (minimum)	\$ 52.50
Registered Agent Designation	35.00
Certified Copy under Seal	<u>52.50</u>
Total for Limited Pshp.	<u>\$140.00</u>

Please return the certified copy and certificate of status  
with your recording date acknowledging the filing of the documents  
to the undersigned.

**PLEASE BE SURE TO FILE THE LIMITED LIABILITY COMPANY PRIOR TO  
FILING THE LIMITED PARTNERSHIP.**

With kindest regards,

Very truly yours,

**THERREL BAISDEN, P.A.**

By: \_\_\_\_\_

Mark M. Hasner

MMH:lc

Encl.

cc. Ashok K. and Aryama Sharma

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**ARTICLES OF ORGANIZATION  
FOR  
GIAN MANAGEMENT, LLC**

**ARTICLE I  
Name**

The name of the Limited Liability Company is **GIAN MANAGEMENT, LLC.**

**ARTICLE II  
Address**

The mailing address and street address of the principal office of the Limited Liability Company is: 2855 Hunter Road, Weston, Florida 33331.

**ARTICLE III  
Duration**

This period of duration for the Limited Liability Company shall be: PERPETUAL.

**ARTICLE IV  
Purpose**

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

**ARTICLE V  
Registered Agent**

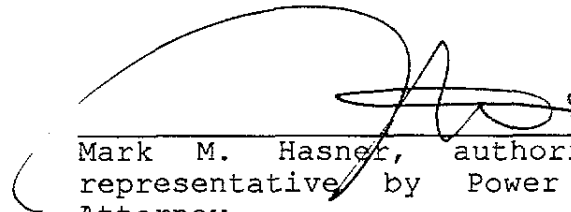
The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is Mark M. Hasner, Esq.

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**ARTICLE VI**  
**Manager-Managed Company**

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.

The undersigned authorized representative of a member of GIAN MANAGEMENT, LLC, hereby executes these articles of organization on this 17<sup>th</sup> day of JUNE, 2003.

  
\_\_\_\_\_  
Mark M. Hasner, authorized  
representative by Power  
Attorney

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **GIAN MANAGEMENT, LLC.**
2. The name and the Florida street address of the registered agent and office are:

Mark M. Hasner, Esquire  
Therrel Baisden, P.A.  
SunTrust International Center  
One S.E. 3rd Avenue, Suite 2400  
Miami, Florida 33131

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 as provided for in Chapter 608, F.S.

MARK M. HASNER

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