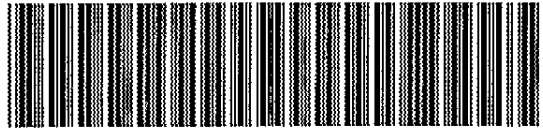


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ed **USA Airbill**
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3-23-03

Mr. William R. [unclear]

Phone 500 440 5515

From: Lutz USA, Inc.

05/27/03--01018--018 **160.00

Attn: NW 3rd Avenue Suite 104

11 Lockwood State FL ZIP 33309

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Name	
Availability	
Document	
Examiner	DCC
Notarizer	DCC
Upper Verifier	DCC
Knowledge	DCC
Verifier	DCC

Office Use Only

1. effective date

2. RA acceptance

3. affidavit

03 JUN 27 PM 4:43

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Miami II, L.C.
5440 NW 33rd Avenue, Suite 106
Fort Lauderdale, FL 33309

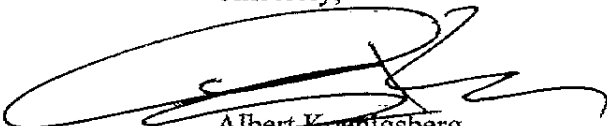
June 13, 2003

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear sir or madam:

Enclosed is a corrected Articles of Organization for Miami II, L.C. For your reference, am enclosing a copy of your June 2, 2003 letter number 103A00034420 returning the original filing. Thank you.

Sincerely,



Albert Koenigsberg

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 2, 2003

CHARLES RENER
BIS COM USA INC
5440 NW 33RD AVE., STE 106
FT LAUDERDALE, FL 33309

SUBJECT: MIAMI II, LC
Ref. Number: W03000015496

We have received your document for MIAMI II, LC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on May 27, 2003. Please amend your document accordingly.

The registered agent must sign accepting the designation.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 103A00034420



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 25, 2003

CHARLES RENER
BIZCOM USA, INC.
5440 NW 33RD AVE., STE 106
FT LAUDERDALE, FL 33309

SUBJECT: MIAMI II, LC
Ref. Number: W03000015496

We have received your document for MIAMI II, LC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on May 27, 2003. Please amend your document accordingly.

As stated in my previous letter you can not use the effective date that you have listed in your articles. We received your document on May 27th, so therefore, the earliest date you can use is May 20th.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 503A00038615

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I -Name:

The name of the Limited Liability Company is:

Miami II, LC

ARTICLE II. Duration

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

ARTICLE III. -Address:

The mailing address and street address of the principal office of the Company is:

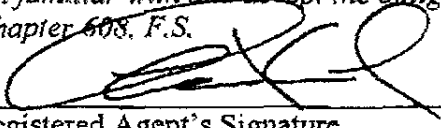
Miami II, LC
5440 NW 33rd Avenue, Suite 106
Fort Lauderdale, FL 33309

ARTICLE IV. -Registered Agent

The name and street address of the Company's registered agent is:

Albert Koenigsberg
7605 Black Olive Way
Tamarac, Florida 33321

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.


Registered Agent's Signature

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Albert Koenigsberg
Typed or printed name of signee

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ARTICLE V. Percentage Interest: Membership Certificate

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

Article VI. Dissolution

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

Article VII. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VIII. Management

The management of the Company is reserved to the members. The name and address of each member is:

ALBERT KOENIGSBERG
7605 BLACK OLIVE WAY, TAMARAC, FL 33321

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ARTICLE IX. Purpose of the Company

The purpose of the Company shall to be engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

ARTICLE X. Company Existence

The Company's existencce shall begin effective as of June 27, 2003.



AUTHORIZED REPRESENTATIVE OF A MEMBER:

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