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To:

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Fax Number : (850) 205-0383

From:

Account Name : Katz Barron Squitero Faust
Account Number : 072627002473
Phone : (305) 856-2444
Fax Number : (305) 285-9227

DIVISION OF CORPORATION

04 JAN 13 AM 8:02

RECEIVED

LIMITED LIABILITY COMPANY

UTS Holdings, LLC

Certificate of Status	0
Certified Copy	01
Page Count	01 of 2
Estimated Charge	\$125.00

155.00

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TALLAHASSEE, FLORIDA

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1-13-04

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ARTICLES OF ORGANIZATION

OF

UTS HOLDINGS, LLC

The undersigned, desiring to form a limited liability company ("Company") under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such Company:

ARTICLE I NAME

The name of the limited liability company is UTS HOLDINGS, LLC.

ARTICLE II ADDRESS

The mailing address of the Company is 5200 Town Center Circle, Tower 1, Suite 308, Boca Raton, FL 33486 and the address of the principal office of the Company is 5200 Town Center Circle, Tower 1, Suite 308, Boca Raton, Florida 33486.

ARTICLE III INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 5200 Town Center Circle, Tower 1, Suite 308, Boca Raton, FL 33486 and the name of the registered agent of this Company at that address is ARTHUR BUCKNER.

ARTICLE IV DURATION AND EFFECTIVE DATE

The period of this Company's duration shall be perpetual.

ARTICLE V PURPOSE

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which companies may be organized under Chapter 608, Florida Statutes, as amended and supplemented.

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This instrument prepared by:

Roxanne K. Beilly, Esq.

KATZ, BARRON, SQUITERO & FAUST, P.A.

100 N.E. Third Avenue, Suite 280

Ft. Lauderdale, Florida 33301

Tel: (954) 522-3636

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Jan-12-04 * 03:45pm From-Katz,Barron,Squitero & Faust,P.A.
Jan-09-04 12:42pm From-Katz,Barron,Squitero & Faust,P.A.

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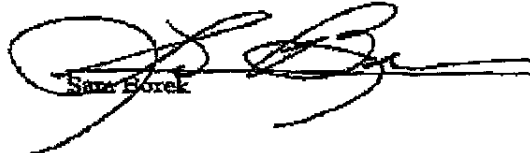
ARTICLE VI
MANAGEMENT OF COMPANY

The business of the Company shall be manager-managed by two (2) initial Managers. The Managers shall hold the office and have the responsibility accorded to them by the members and set out in the operating agreement. The name and address of the initial Managers are:

Sam Borek
5200 Town Center Circle
Tower 1, Suite 308
Boca Raton, FL 33486

Steven Michael
5200 Town Center Circle
Tower 1, Suite 308
Boca Raton, FL 33486

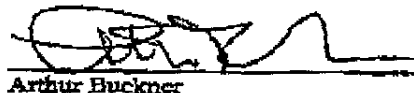
IN WITNESS WHEREOF, the undersigned member has hereunto set his hand and seal
this 9th day of January, 2004.


Sam Borek

ACCEPTANCE OF 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 the Articles of Organization, I hereby accept this 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.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 9th day of January, 2004.


Arthur Buckner

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