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**To:**

Division of Corporations  
Fax Number : (850) 205-0383

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**LIMITED LIABILITY COMPANY****G&G OVERSEAS LLC**

Certificate of Status	0
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ARTICLES OF ORGANIZATION OF  
G&G OVERSEAS LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I  
NAME

The name of this Limited Liability Company shall be G&G OVERSEAS LLC (the "Company").

ARTICLE II  
DURATION

The period of duration of the Company shall be perpetual, and the Company shall be in existence until dissolved in a manner provided by law, or as provided in the Operating Agreement.

ARTICLE III  
PURPOSE

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

ARTICLE IV  
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 1001 Brickell Bay Drive, Suite 2908, Miami, FL 33131, and such other place or places as the member from time to time may determine. The mailing address of the Company is 1001 Brickell Bay Drive, Suite 2908, Miami, FL 33131.

ARTICLE V  
INITIAL REGISTERED OFFICE AND  
REGISTERED AGENT

The initial registered agent of the Company shall be SLC Corporate Services, Inc. The address of the initial registered agent is 1001 Brickell Bay Drive, Suite 2908, Miami, Florida 33131.

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## ARTICLE VI

## MANAGEMENT

**The Company will be managed by its members.**

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 12<sup>th</sup> day of February, 2004, effective upon filing same with the Florida Department of State.

**G&G OVERSEAS LLC:**

**HAL J. WEBB,**  
Authorized Representative

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of February, 2004, by H&L J. WEBB, who did execute the foregoing Articles of Organization, who is personally known to me, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

**Notary Public - State of Florida**

Printed name of Notary Public

**My Commission Expires:**

My Commission Expires July 11, 2006

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My Commission DDC-1817  
Expires July 11, 2005

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in compliance with Section 608, Florida Statutes, the following is submitted that G&G OVERSEAS LLC, desiring to organize or qualify under the laws of the State of Florida, has named SLC Corporate Services, Inc., whose address is 1001 Brickell Bay drive, Suite 2908, Miami, Florida 33131, as its agent to accept service of process within Florida.

**Dated: February 12, 2004**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

**Ed J. Webb, Vice-President**

**Dated: February 12, 2004**

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