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Account Name : EMPIRE CORPORATE KIT COMPANY
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LIMITED LIABILITY COMPANY

duenas investment group llc

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 14, 2004

EMPIRE

SUBJECT: DUENAS INVESTMENT GROUP LLC
REF: W04000034173

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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

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ARTICLES OF ORGANIZATION OF DUENAS INVESTMENT GROUP LLC
LIMITED LIABILITY COMPANY

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

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is
DUENAS INVESTMENT GROUP LLC

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 13402 SW43rd Lane, Miami FL 33175

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be perpetual

ARTICLE IV — Management:

The LLC is to be managed by the members and the name and addresses of the Managing Member is BARBARA DUENAS 13402 SW43rd Lane, Miami FL 33175

ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

ARTICLE VI — Members' Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

ARTICLE VII — Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

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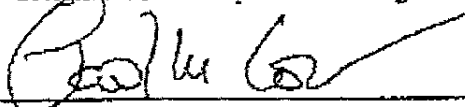
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ARTICLE VIII-Designation of Registered Agent

The name of the registered agent for service of Process is Paul M. Cowan, Esq. The street address of the registered agent is 900 S.W. 2nd Ave. Miami, FL 33130 and the Registered Agents signature below designates his acceptance of designation as registered agent;

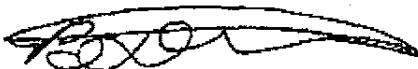


PAUL M. COWAN

ARTICLE IX —

The undersigned member or authorized representative of a member of DUENAS INVESTMENT GROUP LLC certifies:

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 14 day of September



Typed or printed name of signee

Barbara Duenas

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