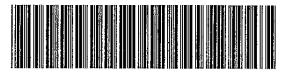
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FILED 2005 JAN 18 P 2: 01 SECRETARY OF STATE Kenneth V. Hemmerle, II Professional Association Attorney at Law

suite e 1322 northeast fourth avenue Fort Lauderdale, Florida 33304

> TELEPHONE (954) 768-9116 TELECOPIER (954) 768-9117

E-mail: KVHIILAW@aol.com www.hemmerlelaw.com

January 15, 2005

Division of Corporations Registration Section 409 East Gains Street Tallahassee, FL 32399

Re: T-Box USA, LLC

To Whom It May Concern:

The enclosed Articles of Organization and fees of \$160.00, are submitted for filing. Please return a Certified Copy of the Articles of Organization and a Certificate of Status to:

Kenneth V. Hemmerle, II P.A. 1322 N.E. 4th Avenue Suite E Fort Lauderdale, Florida 33304 (954) 768-9116 Fax: (954) 768-9117

For further information concerning this matter, please call: Kenneth V. Hemmerle, II P.A. at (954) 768-9116

Sincerely,

Kenneth V. Hemmerle II

KVH/de Enclosures

ARTICLES OF ORGANIZATION OF

T-Box USA, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I NAME

The name of the limited liability company shall be T-Box USA, LLC.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the company is 1121 S.E. 13th Avenue, Deerfield Beach, Florida 33441.

ARTICLE III REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is:

Kenneth V. Hemmerle, II, Esq. 1322 N.E. 4th Avenue Suite E Fort Lauderdale, Florida 33304

Having been named as registered agent and to accept service of process or the above named limited liability company at the place designated herein, I hereby accept 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 it am familiar with and accept the obligations of my position as registered agent as provided for in F.S. Chapter 608.

Kenneth V. Hemmerle, II, Esq., Registered Agent

Tolga Adak, Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, T-Box USA, LLC, 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 T-Box USA, LLC.
- 2. The name and street address of the registered agent in Florida is:

Kenneth V. Hemmerle, II, Esq. 1322 N.E. 4th Avenue Suite E Fort Lauderdale, Florida 33304

The undersigned, being the person named in the articles of organization of T-Box USA, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Kenneth V. Hemmerle, II, Esq.

Registered Agent

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