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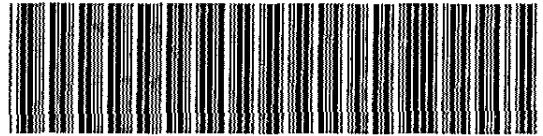
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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RAMON TOURGEMAN
WESTON TOWN CENTER
1725 MAIN STREET, SUITE 209
WESTON, FLORIDA 33326

Telephone Number (954) 385-2284
Fax Number (954) 385-8864

February 28, 2005

Department of State
Filings
P.O. BOX 6327
Tallahassee, Florida 32314

Re: Filing of enclosed Articles of Organization for BETA WORKS, LLC

Dear Filings Section,

Enclosed please find the original and one copy of the Articles of Organization for BETA WORKS, LLC, a check for payment of the filing fee in the amount of one hundred twenty five (\$125.00) dollars, and a self addressed return envelope. Please return to me the enclosed copy of the Articles together with the certificate of filing in the self addressed return envelope.

Thank you.

Very Truly Yours,


Ramon Tourgeman, Esq.

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ARTICLES OF ORGANIZATION OF BETA WORKS, LLC

These Articles are being filed for the purpose of forming a limited liability company under the laws of the State of Florida, with all the rights, privileges, and immunities of limited liability companies for profit.

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be BETA WORKS, LLC, and its principal office shall be located at 10470 NW 31ST Terrace, Miami, Florida 33172.

ARTICLE II. PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do

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under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

ARTICLE III. MANAGEMENT

This limited liability company shall be Manager-Managed by the number of Managers prescribed in the Operating Agreement of the limited liability company.

ARTICLE IV. MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members only by unanimous consent of the membership.

A member's interest in the limited liability company may not be sold, assigned or otherwise transferred except with unanimous written consent of all the members.

ARTICLE V. REGISTERED AGENT

The name and address of the registered agent for the company is Krisnamor Torres, 10470 NW 31ST Terrace, Miami, Florida 33172.

The undersigned, being duly authorized by the original members of this Limited Liability Company to execute these articles on their behalves, certifies that this instrument constitutes the Articles of Organization for Beta Works, LLC.

Executed by the undersigned at City of Miami, State of Florida on February 23, 2005.


Krisnamor Torres

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State of Florida: ss
County of Miami-Dade

Pursuant to the provisions of Sections 608.415 and 608.407(1) (c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement designating its registered agent in the State of Florida:

The name of the limited liability company is Beta Works, LLC.

The name of the registered agent for Beta Works, LLC. is Krisnamor Torres, whose office street address is 10470 NW 31ST Terrace, Miami, Florida 33172.


This statement is to acknowledge that, as indicated above, Beta Works LLC. has appointed me, Krisnamor Torres, as its registered agent to accept service of process for the company at the place designated above in this certificate. I 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.

Dated February 23, 2005.



Krisnamor Torres

The foregoing instrument was acknowledged before me this February 23rd, 2005 by Krisnamor Torres on behalf of Beta Works, LLC, a limited liability company. He is personally known to me or has produced DL-B236-500-75-921-1 as identification.



Notary Public



Gustavo Quezada
Commission #DD318633
Expires: May 11, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

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