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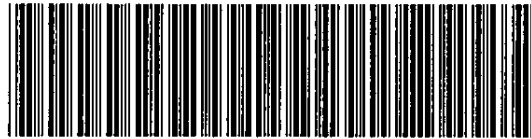
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DIVISION OF CORPORATION
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SONGUR & ASSOCIATES

Gia Songur
gsongur@songurlaw.com

ATTORNEYS AND COUNSELORS AT LAW

P.O. Box 771900
Orlando, FL 32877-1900

January 8, 2007

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: AB Invest USA LLC

Dear Sir/Madam:

Enclosed please find the original and two (2) copies of Articles of Organization of AB Invest USA LLC.

Also enclosed is a Check No. 1143 made payable to the Florida Department of State in the amount of \$155.00 to cover the following:

Filing Fee and Designation of Registered Agent	\$125.00
Certified Copy	<u>\$ 30.00</u>
	\$155.00

Kindly process this matter at your earliest convenience.

Should you have any questions, please contact me.

Sincerely,

Gia Songur
Attorney at Law

Enclosures

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ARTICLES OF ORGANIZATION
OF
AB INVEST USA LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statute Chapter 608, hereby makes, acknowledges, and file the following Articles of Organization.

ARTICLE 1 – NAME

The name of the limited liability company shall be **AB INVEST USA LLC**, ("Company").

ARTICLE 2 – ADDRESS

The principal place of business of the Company in Florida shall be 121 South Orange Ave. Suite 1130 Orlando FL 32801 and the mailing address shall be 5421 San Gabriel Way, Orlando, FL 32837.

ARTICLE 3 – EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 – DURATION

This Company shall have perpetual existence unless terminated: (1) in accordance with the regulations of Limited Liability Company; (2) by the unanimous written agreement of all Members; (3) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member; or (4) upon occurrence of any other event which terminates the continued membership of a Member. However, upon any such event, the existence and business of the Company may be continued by the consent of a majority of the remaining Members of the Company or by amendment of these Articles of Organization providing for the continued existence of the Company.

ARTICLE 5 – PURPOSE AND POWERS

The purpose for which the Limited Liability Company is formed is to engage in all and any lawful business and the Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE 6 – REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered office and agent of this Company is Songur & Associates, P.A., 5421 San Gabriel Way, Orlando, Florida 32837.

ARTICLE 7 – ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous consent of all the Members of the Company and upon such terms and conditions as shall be determined by all of the Members.

ARTICLE 8 – MANAGEMENT

This Company shall be managed by its Members and therefore, shall be a member-managed company. The Company's Members are:


Zafer Arslan– Managing Member
Melih Arslan- Managing Member

whose address shall be the same as the principal office of the Company.

ARTICLE 7 – INDEMNIFICATION

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

IN WITNESS WHEREOF, the undersigned, an authorized agent, has made and subscribed these Articles of Organization at Orlando, Florida, for the foregoing uses and purposes, this 8th day of January, 2007.



Gia Songur/Authorized Agent

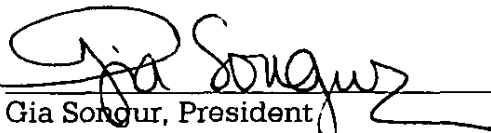
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the limited liability company is: **AB INVEST USA LLC**
2. The name and address of the registered agent and registered office is:

Songur & Associates, P.A.
5421 San Gabriel Way
Orlando, Florida 32837

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE 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.



Gia Songur, President
Songur & Associates, P.A.

January 8, 2007

Date