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FLORIDA DIVISION OF CORPORATIONS

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DEPARTMENT OF REVENUE

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STATE OF FLORIDA

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ARTICLES OF ORGANIZATION
OF

BLANC GROUP, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

ARTICLE I. NAME

The name of the limited liability company shall be BLANC GROUP, L.C. (the "Company").

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company shall be c/o Lodovico Blanc, 4190 Kiaora Street, Miami, Florida, 33133

ARTICLE III. PURPOSES AND POWERS

The company is authorized to transact any business permitted by the laws of the State of Florida for a limited liability company.

ARTICLE IV. DURATION

The company shall commence its existence on the date that the articles are subscribed and acknowledged. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in the Articles.

ARTICLE V. REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Pedro A. Puig, Esq., 2250 S.W. Third Avenue, Suite 201, Miami, Florida, 33129.

ARTICLE VI. ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company, only upon the unanimous consent of all the members.

ARTICLE VII. PROFITS AND LOSSES

Profits and losses shall be allocated to the members, as provided in the Regulations, duly adopted and as amended from time to time by the members.

Prepared by: Pedro A. Puig, Esq.
2250 SW 3rd Avenue #201
Miami, FL 33129
(305) 854.5955 / FBN. 232246

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ARTICLE VIII. RESTRICTIONS ON MEMBERSHIP

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all of the members. Contributions required of new members shall be determined as of the time of admission to the Company. A member may transfer his, her, or its interest in the Company, as set forth in the Regulations, but the transferee shall have no right to participate in the management of the business and the affairs of the Company, or become a member, unless all of the other members of the Company other than the member proposing to dispose, his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX. TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all of the remaining members, provided that there are at least two remaining members.

ARTICLE X. MANAGEMENT

The Company shall be managed by three managers, in accordance with the Regulations. The Regulations may contain any provisions for the regulations and management of the business and affairs of the Company, not inconsistent with Florida law or the Articles. The names and addresses of the managers of the Company, who shall serve until the first annual meeting of the members or until their successors are duly qualified, and elected, are:

NAME	ADDRESS
Lodovico Blanc	4190 Kiaora Street Miami, Florida, 33134
Margherita L. Blanc	4190 Kiaora Street Miami, Florida, 33134
Maria Valverde Blanc	4190 Kiaora Street Miami, Florida, 33134

ARTICLE XI. AMENDMENTS

The articles may be amended only by the unanimous consent of all the members.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization at Miami, Florida, on this 12 day of March 1996.

Lodovico Blanc
Lodovico Blanc, Authorized Representative

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative of a member of the Blanc Group, L.C., deposes and says:

1. The above-named limited liability company has at least two (2) members.
2. No cash is being contributed by the members at this time.
3. The agreed nominal value of contributions, other than cash contributed by members is \$ 100,000.00. These contributions include, but are not limited to, services rendered and all rights, claims and interests in the income produced by the properties in Cuba, belonging to the heirs of Margarita Blanc y Terry, as well as any damages against persons trafficking in such properties.
4. The total amount of contributions anticipated to be contributed by members is \$ 100,000.00. This total includes amounts from items 2 and three above.

THE AFFIANT SAYS NOTHING FURTHER

Dated : March 12, 1996

Lodovico Blanc

Lodovico Blanc
Authorized Representative

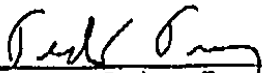
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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Blanc Group, L.C., 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 applicable Florida Laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: March 12, 1996.


Pedro A. Puig, Esq.
Registered agent.

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STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, duly authorized to administer oaths, personally appeared, Lodovico Blanc, who acknowledged before me that he subscribed to these Articles of Organization, on this 12 of March 1996, and showed as identification LODOVICO BLANC

SWORN AND SUBSCRIBED BEFORE ME, on this 12 of March 1996.

Pedro A. Puga

NOTARY PUBLIC, STATE OF FLORIDA



PEDRO A. PUGA
My Commission OC313888
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