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LAW OFFICE OF

Edmond L. Sugar, P.A.

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April 17, 1997

Secretary of State
Division of Corporations
Department of State
Tallahassee, FL 32301

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-04/21/97--01160--001
****285.00 ****285.00

RE: Filing of Articles

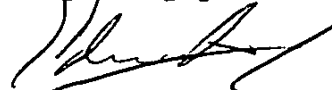
Dear Sir or Madam:

Enclosed please find an original article of organization for Quality Goods, L.C. together with a copy thereof and a check in the sum of two hundred eighty five dollars, representing filing fee for the same.

Upon your receipt of the enclosed, kindly file the documents as soon as possible, and return stamped copies of the same to my office, in the envelope enclosed herewith.

If there are any questions regarding the forgoing, please do not hesitate to contact me.

Very truly yours,



Edmond L. Sugar, Esquire

FILED
97 APR 21 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/22/02

FILED

97 APR 21 AM 11: 27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR
QUALITY GOODS, L.C.

ARTICLE I

NAME

The name of the Limited Liability Company is **QUALITY GOODS, L.C.**

ARTICLE II

ADDRESS

The mailing address and the street address of the principal office of the Limited Liability Company is **2801 NORTH PALM AIRE DRIVE, UNIT 204, POMPANO , FLORIDA 33069.**

ARTICLE III

MEMBERS

The company shall have four initial members, **CSABA PAP, JANOS BUK, TAMAS NOVAK, SR., & TAMAS NOVAK, JR.** The number of members may be increased from time to time in a manner provided by the regulations, but shall never be less than two.

ARTICLE IV

PURPOSE

The company is organized for the purpose of transacting any and all lawful business, including but not limited to the operation of a restaurant, bakery, and the exporting of automobiles, with such powers to do all things necessary to carry out its business and affairs.

ARTICLE V

DURATION/CONTINUATION

Beginning on the date these Articles of Organization are filed with the Florida Department of State, the period of the Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the Company subsequent to the forgoing events.

ARTICLE VI

MANAGEMENT

The Limited Liability Company is to be managed by the members, whose names and addresses are:

CSABA PAP	-	2801 NORTH PALM AIRE DRIVE, UNIT 204, POMPANO, FL 33069
JANOS BUK	-	3201 S.E. 10TH STREET #B-2 POMPANO BEACH, FL 33062.
TAMAS NOVAK, JR.	-	2801 NORTH PALM AIRE DRIVE, UNIT 204, POMPANO, FL 33069
TAMAS NOVAK, SR.	-	2801 NORTH PALM AIRE DRIVE, UNIT 204, POMPANO, FL 33069

ARTICLE VII

ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be upon unanimous written consent by all members.

Contributions required of new members shall be determined as of

the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

ARTICLE VIII

POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the members of the company. This article may be amended from time to time in accordance with the regulations of the Company by a unanimous vote of the members of the Company.

ARTICLE IX

REGULATIONS

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the members unless vested in the manager of the Company by any amendments of the Articles of Organization. Regulations adopted by the members or by the manager may be repealed or altered, new regulations may be adopted by the members, and the members may prescribe in any regulations made by them that such regulation may not be altered, amended or repealed by the manager.

ARTICLE X

AMENDMENT TO ARTICLES

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with the Florida

Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

IN WITNESS WHEREOF, the undersigned members have executed these articles of organization this 17th day of April, 1997.

W. P. P.
CSABA PAP
Janos Buk
JANOS BUK
W. N. Novak
TAMAS NOVAK, SR.
T. Novak
TAMAS NOVAK, JR.

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing articles of organization was sworn to and subscribed to before me by CSABA PAP, JANOS BUK, TAMAS NOVAK, SR., & TAMAS NOVAK, JR., this 17TH day of April, 1997, who produced DRIVERS LICENSE AND PASSPORT as identification.

Edmond L. Sugar
SIGNATURE OF NOTARY
EDMOND L SUGAR
PRINTED NAME OF NOTARY
MY COMMISSION EXPIRES: JUN 23, 2000



EDMOND L SUGAR
My Commission CC565823
Expires Jun. 23, 2000

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members of **QUALITY GOODS, L.C.**, depose and say:

1. The above named limited liability company has at least two members.

2. The total amount of cash contributed by all the members is \$1,000.00.

3. If any, the agreed value of property other than cash contributed by members is \$ 0.

4. The total amount of cash or property anticipated to be contributed by members is \$ 1000.00. This total includes amounts from 2 and 3 above.

FILED
97 APR 21 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CSABA PAP
JANOS BUK
TAMAS NOVAK, SR.
TAMAS NOVAK, JR.

STATE OF FLORIDA
COUNTY OF BROWARD

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EDMOND L SUGAR
SIGNATURE OF NOTARY
EDMOND SUGAR
PRINTED NAME OF NOTARY
MY COMMISSION EXPIRES: JUN 23 2000



EDMOND L SUGAR
My Commission CC565823
Expires Jun. 23, 2000


**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY
SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **QUALITY
GOODS, L.C.**
2. The name and address of the registered agent and office
is:

**EDMOND L. SUGAR, ESQUIRE
950 SOUTH FEDERAL HIGHWAY
HOLLYWOOD, FL 33030**

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.



EDMOND L. SUGAR
APRIL 17, 1997

DATE

FILED
97 APR 21 AM 11: 27
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TALLAHASSEE, FLORIDA