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MEMBER: FLORIDA, MICHIGAN
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March 6, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
98 MAR 16 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: new filing - limited liability corporation

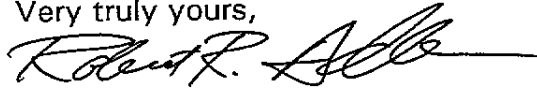
Dear Sir or Madam:

50002450845
cm

Enclosed please find Articles of Organization, Executed Affidavits of Membership and Contributions, and Certificates of Designation of Registered Agent/ Registered Office for both Platinum Group Investments, L.C. and Platinum Capital, L.C. together with a check made payable to the Florida Department of State in the amount of \$570.00 to cover the respective fees for filing and Designation of Registered Agent.

500002450845--4
-03/09/98--01096--002
***570.00 ***285.00

Very truly yours,



Robert R. Adler

RRA/bb
Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 10, 1998

ROBERT R. ADLER
DELMER C. GOWING II, P.A.
101 S.E. 6TH AVENUE
DELRAY BEACH, FL 33483-5261

SUBJECT: PLATINUM CAPITAL, L.C.
Ref. Number: W98000005302

98 MAR 16 AM 9:54
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PLATINUM CAPITAL, L.C. and your check(s) totaling \$570.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 998A00012946

**ARTICLES OF ORGANIZATION FOR
LIMITED LIABILITY COMPANY**

ARTICLE I

The name of the Limited Liability Company is Platinum Capital, L.C.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is: 433 Plaza Real, Suite 275, Boca Raton, Florida, 33432

ARTICLE III

The duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

The Limited Liability Company is to be managed by Vasilios Koutsogiannis ("Manager-member"), 2575 South Ocean Boulevard, #304, Highland Beach Florida, 33487.

ARTICLE V

Members of the Limited Liability Company reserve the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in said business by way of a majority vote.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
08 MAR 16 AM 9:51

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Platinum Capital, L.C., deposes and says:

1. the above named limited liability company has at least two members,
2. the total amount of cash contributed by the members is \$1,000.,
3. the agreed value of property other than cash contributed by members is approximately \$5,000. Such property, at this time, consists of two desk top computers and one fax machine.
4. and the amount of cash or property anticipated to be contributed by the members is approximately \$75,000. This total includes amounts from 2 and 3 above.


Vasilios Koutsogiannis

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

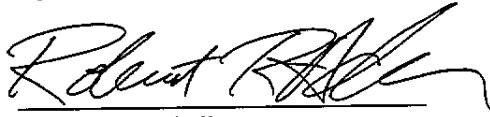
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Platinum Capital C.
2. The name and address of the registered agent and office is:
Robert R. Adler, Esq.
Delmer C. Gowing III, P.A.
101 S.E. 6th Avenue
Delray Beach, FL 33283-5261

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.



Robert R. Adler

3-5-98

Date