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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Strauss, Nagel, Wessels & Touch, L.C.

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<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
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<input type="checkbox"/>	Fictitious Name
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REGISTRATION/QUALIFICATION	
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Date: _____

5/21/98

**ARTICLES OF ORGANIZATION
OF
STRAUSS, NAGEL, WESSELS & TOUCH, L.C.**

These Articles of Organization are made for the purpose of organizing a Florida limited liability company under the Florida Limited Liability Company Act (the "Act").

ARTICLE I: NAME

The name of this limited liability company is Strauss, Nagel, Wessels & Touch, L.C. ("Company").

ARTICLE II: DURATION

The Company shall exist from the date of filing these Articles with the Department of State until the earlier of December 31, 2027 or the occurrence of any of the events specified in Section 608.441 of the Act, unless continued by the unanimous consent of all of the remaining members.

ARTICLE III: ADDRESS OF COMPANY

The mailing address and street address of the principal office of the Company is:

Strauss, Nagel, Wessels & Touch, L.C.
1301 St. Tropez Circle, #2101
Weston, FL 33326

ARTICLE IV: REGISTERED AGENT

The name and street address of the initial registered agent of the Company is:

Raquel M. Matas, Esq.
c/o Carlton Fields
4000 International Place
100 SE Second Street
Miami, FL 33131

ARTICLE V: ADDITIONAL MEMBERS

Additional members of the Company may be admitted upon the consent of a majority of the current members to the admission of such additional members and the terms of such admission.

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ARTICLE VI: TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, dissolution, or bankruptcy of a member or the occurrence of any event which terminates the continued membership of a member in the Company, unless the remaining members exercise the right to continue the business of the Company by unanimous consent.

ARTICLE VII: MANAGEMENT OF THE COMPANY

The Company shall be managed by the Management Committee which shall be comprised of two managers initially, in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or this Articles of Organization. The initial managers shall hold office until the first annual meeting of all members or until their successors are elected and qualified or until their earlier resignation or removal from office. The name and address of the initial members of the Management Committee are:

Irene Robledo
1315 St. Tropez Circle, #1409
Weston, Florida 33326

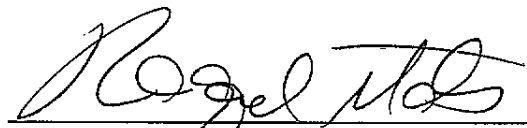
Hilda Strauss
1301 St. Tropez Circle, #2101
Weston, Florida 33326

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ARTICLE VIII: REGULATIONS

The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned has executed these Articles of Organization on this 20 day of May, 1998.



RAQUEL M. MATAS, ESQ.

Attorney for Strauss, Nagel, Wessels & Touch,
L.C., and authorized representative for the
members

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Strauss, Nagel, Wessek & Touch, L.C., a Florida limited liability company, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Section 608.415 of the Act.

Dated this 20 day of May, 1998


RAQUEL M. MATAS

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LIMITED LIABILITY COMPANY AFFIDAVIT PURSUANT
TO FLORIDA STATUTE SECTION 608.407

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The undersigned ("Affiant"), attorney for Strauss, Nagel, Wessels & Touch, L.C. (the "Company") deposes and says:

1. The Company has at least 2 members.
2. The total amount of cash contributed by members of the Company is \$2,500.00.
3. A description and agreed value of the property contributed by members of the Company is as follows: N/A
4. The total amount of cash or property anticipated to be contributed by members of the Company is \$10,000.00.
5. This Affidavit is given pursuant to the provisions of Section. 608.407 of the Florida Statutes.
6. Affiant further states that she is familiar with the nature of an oath, and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature.



RAQUEL M. MATAS, Esq.
Attorney for Strauss, Nagel, Wessels & Touch, L.C.,
a Florida limited liability company, and
authorized representative for the members