

L98000002121

Law Office of
William Schweikhardt

900 Sixth Avenue, South
Naples, FL 34102
(941) 262-2227
Facsimile (941) 262-8287

October 1, 1998

FILED
98 OCT -5 AM 10:09
TALLAHASSEE, FLORIDA

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

600002655256--6
-10/05/98-01044-013
****285.00 ****285.00

RE: Limited Liability Corporation

Gentlemen:

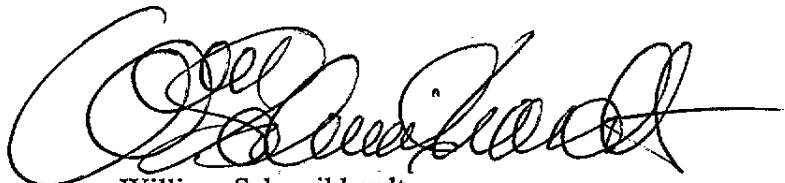
CM

We enclose an original and one copy of the Articles of Organization and Affidavit of Membership and Contributions of ALACORT TRUST, L.L.C.

Also, we enclose our check in the amount of \$285.00, made payable to the Secretary of State to cover your fees. Please confirm receipt of these documents at your earliest convenience.

Kindest regards.

Very truly yours,



William Schweikhardt

WS/jaf
Enclosures

ARTICLES OF ORGANIZATION
OF
ALACORT TRUST, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

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

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be c/o Schweikhardt, Suite 203, 900 Sixth Ave., So., Naples, FL 34102.

ARTICLE III -- DURATION


The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is William Schweikhardt, Suite 203, 900 Sixth Ave., So., Naples, FL. 34102.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of ALACORT TRUST, L.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 statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.


WILLIAM SCHWEIKHARDT
Registered Agent

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company as follows:

CARLOS ROUBICEK	\$100.00
JOSE ROUBICEK	\$100.00

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

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

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on 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 a majority of the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager 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 these articles of organization. The name and address of the manager who shall serve as manager until the first annual meeting of members or until such later time as his successor is elected and qualifies: Carlos Roubicek, whose address is: P.O. Box 1268, Marco Island, FL 34146

IN WITNESS WHEREOF, the undersigned, being one of the Members of the above described organization has made and subscribed these articles of organization on this 29th day of September, 1998

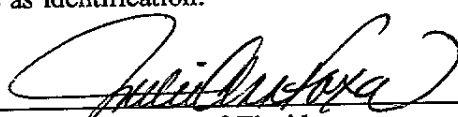

Carlos Roubicek

STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to (or affirmed) and subscribed before me this 29 day of September, 1998, by Carlos Roubicek, who is known to me or provided a Driver License as identification.

NOTARY PUBLIC - STATE OF FLORIDA
JULIE ANN FOXE
COMMISSION # CC 753776
EXPIRES 07/24/2002
BONDED THRU ASA 1-888-NOTARY1

(Official Seal)


Notary Public -- State of Florida

Julie Ann Foxe
Print Commissioned Name of Notary Public

FILED
98 OCT -6 AM 10:09
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF COLLIER


AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of ALACORT TRUST L.L.C., after being duly sworn, 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 \$200.00.
3. No property other than cash is anticipated to be contributed by the members.
4. The total amount of cash or property anticipated to be contributed by members(s) is \$200.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: 9/29/98


Carlos Roubicek

FILED
98 OCT -5 AM 10:09
CLERK OF DISTRICT COURT
JALAMARSE, FLORIDA

Sworn to (or affirmed) and subscribed before me this 29 day of September, 1998, by
CARLOS ROUBICEK.

NOTARY PUBLIC - STATE OF FLORIDA
JULIE ANN FOXE
COMMISSION # CC 753776
EXPIRES 07/24/2002
BONDED THRU ASA 1-888-NOTARY1


Notary Public

Julie Ann Foxe
Print Commissioned Name of Notary Public

Personally Known X OR Produced Identification

Type of Identification Produced _____

(SEAL)