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Reply to: Miami Office

January 5, 1999

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

VIA FEDERAL EXPRESS

Re: Blinde Optics L.L.C.

900002731859--2
-01/06/99--01050--003
***346.25 ***346.25

Gentlemen:

Enclosed for filing is an original and one copy of Articles of Organization and Certificate of Designation of Registered Agent for the above-captioned Florida Limited Liability Company.

Also enclosed is our cost check for \$346.25, representing filing fee for Designation of Registered Agent fee, certified copy of the Articles and Affidavit, and Certificate of Status.

Enclosed is a pre-addressed stamped envelope.

Very truly yours,

LAMONT & NEIMAN, P.A.

Name	Gregory M. Nordt
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Document	DCC
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Acknowledgement	DCC
W. P. Verifier	DCC

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

BLINDE OPTICS L.L.C.

ARTICLE II - Address:

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

328 Crandon Boulevard
Suite 203/204
Key Biscayne, Florida 33149

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: Perpetual

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such initial managers who are to serve as managers are:

- | | |
|--|---|
| 1) Brice Rege-Turo
640 Warren Lane
Key Biscayne, Florida 33149 | 2) Richard Walker
92 Thompson Street
New York, N.Y. 10012 |
|--|---|

ARTICLE V - Admission of Additional Members:

The right of the members to admit additional members and the terms and conditions of the admissions shall be by the written consent of all members.

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TALLAHASSEE, FLORIDA

ARTICLE VI - Members Rights to Continue Business:

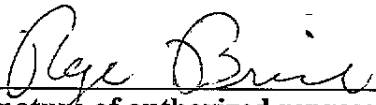
A majority in interest of the Members of the limited liability company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE VII - Affidavit of Membership and Contributions:

The undersigned member of Blinde Optics L.L.C. certifies:

- 1) the above named limited liability company has at least one member
- 2) the total amount of cash contributed by the members is \$100.00
- 3) if any, the agreed value of property other than cash contributed by members is
- 4) the amount of cash or property anticipated to be contributed by members is
- 5) the total amounts of 2, 3 and 4 is \$100.00

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TALLAHASSEE FLORIDA



Signature of authorized representative of member
Brice Rege-Turo

(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.)

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE ARTICLES OF ORGANIZATION.

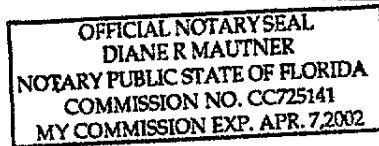
NAME/TITLE Brice Rege-Turo
Brice Rege-Turo, Authorized representative of member

Before me personally appeared BRICE REGE-TURO, who to me is known to be the person who executed the foregoing articles of organization.

In witness whereof, I have hereunto set my hand and seal on this 5th day of January, 1999.

Notary Public Signature: [Signature]

My commission expires: _____



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**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:

BLINDE OPTICS L.L.C.

2. The name and address of the registered agent and office is:

LAMONT & NEIMAN, P.A.

(Name)

One Biscayne Tower, Suite 3550

Two South Biscayne Boulevard

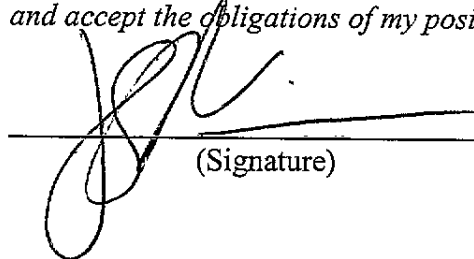
(P.O. Box Not Acceptable)

Miami, Florida 33131

(City/State/Zip)

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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.



(Signature)

1/5/99

(Date)