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ACCOUNT NO. : 072100000032
REFERENCE : 189554 81094A
AUTHORIZATION :
COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 PM 12:51

ORDER DATE : March 31, 1999
ORDER TIME : 11:01 AM
ORDER NO. : 189554-005

CUSTOMER NO: 81094A
CUSTOMER: Morton R. Goudiss, Esq
MORTON R. GOUDISS, ESQ
MORTON R. GOUDISS, ESQ
Suite 325
1111 Lincoln Road
Miami Beach, FL 33139

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DOMESTIC FILING

NAME: BEACON FORWARDING, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria Stephens
EXAMINER'S INITIALS:

L99-1821

Name	331
Availability	
Document	
Examiner	
Updater	
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Acknowledgment	
W. P. Verifier	

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ARTICLES OF ORGANIZATION OF
BEACON FORWARDING, L.L.C.

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ARTICLE I

Name

The name of the limited liability company ("Company") is **BEACON FORWARDING, L.L.C.**, a Florida Limited Liability Company.

ARTICLE II

Address

The mailing and street address of the Company's principal office is: c/o Morton R. Goudiss, Esquire, 1111 Lincoln Road, Suite 325, Miami Beach, FL, 33139.

ARTICLE III

Duration

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of the Company's initial registered agent in Florida is **MORTON R. GOUDISS, ESQUIRE**. The address of the Company's registered office in Florida is 1111 Lincoln Road, Suite 325, Miami Beach, FL, 33139.

ARTICLE V

Management

The Company is to be managed by **MARY SALOMON**, whose address is c/o Morton R. Goudiss, Esquire, 1111 Lincoln Road, Suite 325, Miami Beach, FL, 33139. The initial manager will serve until the first annual meeting of the members.

ARTICLE VI

Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII

Continuation of Business

The remaining members of the Company have 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 the Company. The business may be continued only on the unanimous written consent of the remaining members.

IN WITNESS WHEREOF, I have executed these Articles of Organization on this 29 day of March, 1999, at Miami, Dade County, Florida.


MARY SALOMON, Manager

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

The undersigned, MARY SALOMON, a member or authorized representative of a member of BEACON FORWARDING, L.L.C., deposes and says:

1. That the above named Limited Liability Company has at least one (1) member.
2. That the total amount of cash contributed by the member is One Hundred Dollars (\$ 100.00).
3. That the agreed value of property other than cash contributed by the member is \$ -0-.
4. That the amount anticipated to be contributed by the member is One Hundred Dollars (\$ 100.00).

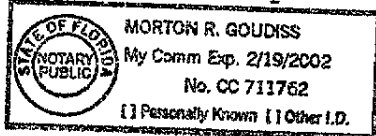
FURTHER AFFIANT SAYETH NAUGHT.

Mary Salomon
MARY SALOMON, Affiant

SWORN TO and subscribed before me by FERNANDO SALOMON who is _____ personally known to me or who produced _____ as identification, on this 29 day of March, 1999.

Morton R. Goudiss
NOTARY PUBLIC

My commission expires:



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

PURSUANT TO THE PROVISIONS OF SECTION 408.407, FLORIDA STATUTES
THE UNDERSIGNED LIMITED 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:

BEACON FORWARDING, L.L.C.

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

**MORTON R. GOUDISS, ESQUIRE
1111 LINCOLN ROAD, SUITE 325
MIAMI BEACH, FL 33139**

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.

Executed: March 30, 1999.


MORTON R. GOUDISS, ESQUIRE
Registered Agent

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