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ATTORNEYS AT LAW

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REPLY TO: KEY WEST OFFICE

March 29, 1999

**VIA OVERNIGHT DELIVERY**

Florida Secretary of State  
409 East Gaines Street  
Tallahassee, FL 32399  
ATTN: Corporations Division

Re: Benghazi, L.L.C.  
Articles of Organization

500002823805--8  
-03/30/99--01068--008  
\*\*\*\*285.00 \*\*\*\*285.00

Dear Sir/Madam:

Please find enclosed for filing the Articles of Organization and Certificate of Designation Registered Agent/Registered Office for Benghazi, L.L.C. Also enclosed is this firm's check in the amount of \$285.00 representing the applicable filing fees. Upon filing of these documents, please send the appropriate confirmations to the attention of the undersigned; we have enclosed an overnight delivery package for this purpose.

If you should require any additional information or materials, please do not hesitate to contact the undersigned.

With kindest regards,

**THE ANDERSEN FIRM**  
A PROFESSIONAL CORPORATION

By:   
Samuel S. Choy

Enclosure

cc: Naser Zorrok (via U.S. mail)

Name	
Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgement	
W. P. Verifier	

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 30 PM 4: 21

**ARTICLES OF ORGANIZATION  
FOR  
BENGHAZI, L.L.C.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 30 PM 4: 21

**ARTICLE I  
Name**

The name of the Limited Liability Company is:

**BENGHAZI, L.L.C.**

**ARTICLE II  
Address**

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

2440 North Roosevelt Boulevard  
Key West, FL 33040

**ARTICLE III  
Duration**

The period of duration for the Limited Liability Company shall be thirty (30) years.

**ARTICLE IV  
Management**

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Naser Zorrok  
2440 North Roosevelt Boulevard  
Key West, FL 33040

**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 upon the unanimous consent of all members.

**ARTICLE VI**  
**Members Rights to Continue Business**

The right of the remaining members of the limited liability company 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 limited liability company shall be exercised upon the unanimous consent of all remaining members.

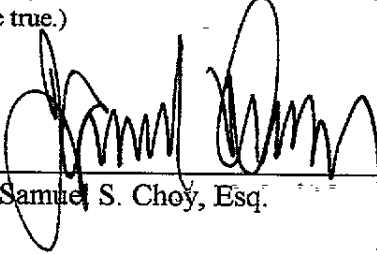
**ARTICLE VII**  
**Affidavit of Membership and Contributions**

The undersigned authorized representative of the sole member of BENGHAZI, 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 member is One Hundred Dollars (U.S.\$100.00);
3. no property other than cash has been contributed by the member; and
4. the total amount of cash and property contributed and anticipated to be contributed by member(s) is One Hundred Dollars (U.S.\$100.00).

DATED this the 29<sup>th</sup> day of March, 1999.

(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.)

  
\_\_\_\_\_  
Samuel S. Choy, Esq.

An authorized representative of the  
sole member.

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

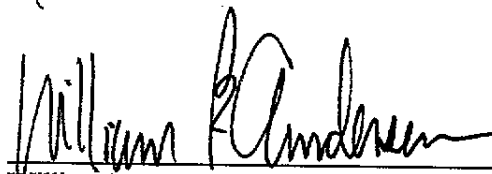
BENGHAZI, L.L.C.

2. The name and the Florida street address of the registered agent are:

William E. Andersen, Esq.  
c/o THE ANDERSEN FIRM  
A Professional Corporation  
501 Whitehead Street  
Key West, Florida 33040

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.

DATED this the 29<sup>th</sup> day of March, 1999.

  
\_\_\_\_\_  
William E. Andersen, Esq.