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LAW OFFICES

SIMON, SCHINDLER & SANDBERG

A PROFESSIONAL ASSOCIATION

2650 BISCAYNE BOULEVARD

MIAMI, FLORIDA 33137-4590

TOBIAS SIMON (1929-1982)

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* OF COUNSEL

March 26, 1999

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

500002825315-6
03/31/99 01063-005
****337.50 ****337.50

RE: FUTURE EQUITIES, L.L.C.
SS&S FILE NO. 3803.110

Dear Sirs:

Enclosed please find the Trust account Check of Simon, Schindler & Sandberg, P.A. in the amount of \$\$337.50 representing the following payments:

1. Filing fee for limited liability company \$250.00
2. Resident Agent's Fee \$ 35.00
3. Certified Copy \$ 52.50

Please file the attached Articles of Organization for the company to be known as Future Equities, L.L.C. and forward a certified copy of the same to the undersigned in the enclosed self-addressed stamped envelope.

Thank you in advance for your cooperation and please call me if you have any questions.

Very truly yours,

SIMON, SCHINDLER & SANDBERG, P.A.

Terri Grumer Sonn

Terri Grumer Sonn, Esq.

For the Firm

TGS:am
Enclosure
anne\corporat\secstate.ltr

Terri G. Sonn GAVE
AUTHORIZATION BY PHONE TO
CORRECT Affidavit
DATE 4/5/99
DOC. EXAM *MAH*

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 PM 1:42

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 PM 1:41

ARTICLES OF ORGANIZATION

OF

FUTURE EQUITIES, L.L.C.

Article I-Name

The name of the Limited Liability Company is Future Equities, L.L.C.

Article II -Address

The mailing address of the principal office is c/o 2650 Biscayne Blvd., Miami, Florida 33137 and the street address of the principal office is the same.

Article III - Duration

The period of duration is perpetual.

Article IV -Nature of Business

The general purpose for which this Company is organized is to engage in any lawful business for which limited liability companies may be organized under the Florida limited liability company act.

Article V - Initial Registered Office and Agent

The Company's initial registered agent in the state of Florida shall be:

Simon, Schindler & Sandberg, P.A.
2650 Biscayne Blvd.
Miami, Florida 33137

Article VI - Management

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Tomas Mestre
14201 S.W. 248th Street
Homestead, Florida 33032

Antonio Rodriquez
14201 S.W. 248th Street
Homestead, Florida 33032

Article VII-Admission of Additional Members

Additional members may be admitted to the Company from time to time upon the terms and conditions unanimously agreed upon by the members in the manner provided by the Regulations of the Company.

Article VIII --Members Rights to Continue Business

Upon 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 Company's business shall not continue and the Company shall be dissolved in accordance with the provisions of the Florida Limited Liability Company Act, unless the remaining member(s)unanimously agree to continue the business of the Company in the manner provided by the Company's Regulations.

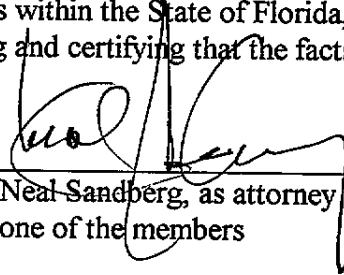
Article IX – Regulations of the Company

The power to adopt, alter, amend, or repeal the regulations of the Company shall be vested in the members of the Company. The regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with Florida law or these Articles of Organization.

Article X – Commencement Date

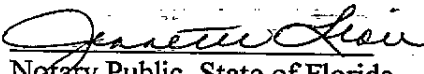
Existence of the Company will commence upon the filing of these Articles.

THE UNDERSIGNED, attorney in fact for one of the members of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization hereby declaring and certifying that the facts stated are true.


Neal Sandberg, as attorney in fact for
one of the members

State of Florida)
)
County of Miami-Dade)

The foregoing Instrument was acknowledged before me this 26th day of March by Neal Sandberg, attorney for one of the members personally known to me or having produced _____ as identification.


Notary Public-State of Florida



Jeanette Leon
Commission # CC 783939
Expires OCT. 19, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

**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 Future Equities, L.L.C.
2. The name and address of the registered agent and office is:

Simon, Schindler & Sandberg, P.A.
2650 Biscayne Blvd.
Miami, Florida 33137

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.

Simon, Schindler & Sandberg, P.A.

By: 

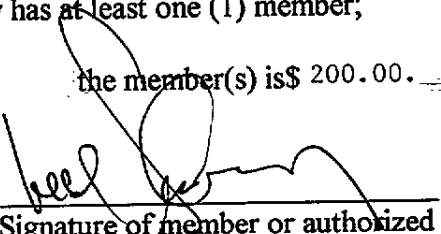
Neal Sandberg, V.P.

3/26/99
(Date)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Future Equities, Inc. deposes and says:

1. The above named limited liability company has at least one (1) member;
2. The total amount of cash contributed by the member(s) is \$ 200.00.
*(Continued below)



Signature of member or authorized
representative of a member

(In accordance with Section _____, Florida Statutes, the execution
of this affidavit constitutes an affirmation under the penalties of
perjury that the facts stated herein are true)

3. The agreed value of property contributed by the member(s) is \$0.00.
4. There are no further contributions anticipated.

FILING FEE: \$250 FOR ARTICLES OF ORGANIZATION AND AFFIDAVIT