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PAUL C. FORD

May 3, 1999

TELECOPIER:
(404) 872-0136

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

Via Federal Express

Re: Ambar International, LLC

300002862778--3
-05/04/99-01107-003
****285.00 ****285.00

Dear Sir or Madam:

Enclosed please find the following documentation necessary to organize the above-referenced entity as a limited liability company under Florida law:

1. An original and one conformed copy of the Articles of Organization;
2. Certificate of Designation of Registered Agent/Registered Office; and
3. A check in the amount of \$285.00 in payment of the filing fee for the Articles of Organization and Designation of Registered Agent.

Please return the Letter of Acknowledgement and Certificate in the return federal express packet provided. Your assistance is appreciated.

Very truly yours,

Lee, Lynch & Ford, P.C.

Paul C. Ford
Paul C. Ford

PCF:kw
Enclosures

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**ARTICLES OF ORGANIZATION
OF
AMBAR INTERNATIONAL, LLC**

ARTICLE I

CORPORATE NAME

The name of the limited liability company is Ambar International, LLC.

ARTICLE II

The mailing address and the street address of the principal office of the limited liability company is San Sebastian Square, 499 N. SR 434, Suite 2159, Altamonte Springs, Florida 32714.

ARTICLE III

The duration of the limited liability company shall be perpetual subject to any agreement among the Members contained in an Operating Agreement or other Agreement among the Members.

ARTICLE IV

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

<u>Name</u>	<u>Address</u>
Abdul Hassanally	San Sebastian Square 499 N. SR 434, Suite 2159 Altamonte Springs, Florida 32714

ARTICLE V

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement.

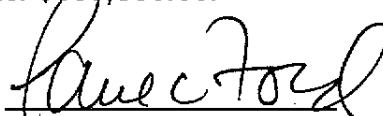
ARTICLE VI

The right, if given, 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 as set forth in the Operating Agreement.

ARTICLE VII

The undersigned member or authorized representative of a member of Ambar International, LLC certifies:

1. the above named limited liability company has at least one member;
2. the total amount of cash contributed by the member(s) is: \$2,500.00;
3. if any, the agreed value of property other than cash contributed by members is: \$(N/A), (a description of the property is attached and made a part hereto.); and
4. the total amount of cash and property contributed and anticipated to be contributed by member(s) is: \$695,000.00.



Paul C. Ford
Authorized Representative

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ARTICLE VIII

The initial registered office of the corporation shall be at San Sebastian Square, 499 N. SR 434, Suite 2159, Altamonte Springs, Florida 32714. The initial registered agent of the limited liability corporation shall be Abdul Hassanally and his written consent to such appointment is attached to these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization.

This 31st day of May, 1999.

LEE, LYNCH & FORD, P.C.

By: Paul C. Ford
Paul C. Ford
Attorney and Authorized
Representative

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

1. The name of the limited liability company is Ambar International, LLC.
2. The name and the Florida street address of the registered agent are:

Abdul Hassanally
San Sebastian Square, 499 N. SR 434
Suite 2159
Altamonte Springs, Florida 32714

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designation 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.


Abdul Hassanally

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