

L99000002871

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

ABA Trading, LLC

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ___ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
ABA TRADING, L.L.C.**

ARTICLE I

NAME

The name of the limited liability company shall be:

ABA TRADING, L.L.C.

ARTICLE II

EXISTENCE AND DURATION

The existence of the limited liability company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III

PURPOSE

This limited liability company may engage in any activity or business permitted under the laws of the United States and of the State of Florida, and shall have all powers necessary or convenient to effect any or all of the purposes for which the company is organized..

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The initial mailing and street address for the principal office of this limited liability company is: 200 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131.

ARTICLE V

INITIAL REGISTERED AGENT

The initial registered agent and street address of the initial registered agent of the limited liability company shall be:

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TALLAHASSEE, FLORIDA

ROSSZ FIU CORPORATION
L39613

Spencer Fox, Vice President
Keith Mack LLP
200 South Biscayne Boulevard
20th Floor
Miami, Florida 33131

ARTICLE VI

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member certifies:

1. The above limited liability company has at least one (1) member;
2. The total amount of cash contribution by the member is \$1,000.00.
3. If any, the agreed value of property other than cash contributed by the member is:
None; and
4. The total amount of cash and property contributed and anticipated to be contributed
by the member is \$100,000.00.

ARTICLE VII

MANAGEMENT

The limited liability company is to be managed by a manager, and the name and address of such manager who is to serve as manager is:

RICK REIFF

4693 South Valley View
Las Vegas, Nevada 89103

ARTICLE VIII

RESTRICTIONS ON MEMBERSHIP AND RIGHT TO CONTINUE AFTER WITHDRAWAL OF MEMBER

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. Upon the death, retirement, resignation, expulsion, bankruptcy,

or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

ARTICLE IX

CONTRACTING DEBTS

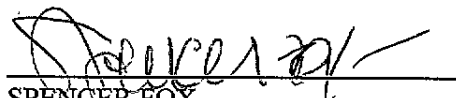
The Manager shall be authorized to incur any liability on behalf of the limited liability company.

ARTICLE X

INDEMNIFICATION

This company shall indemnify its Manager to the full extent permitted by the laws of the State of Florida.

In accordance with Section 608.408(3) F.S., the undersigned member by execution of this affidavit affirms under the penalties of perjury that the facts stated herein are true. Executed by the undersigned member at Miami, Florida this 18 day of May, 1999.


SPENCER FOX

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TALLAHASSEE, FLORIDA

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT/REGISTERED OFFICE

Having been named as registered agent of ABA Trading, L.L.C. to accept service of process for such limited liability company at the place designated in this certificate, the undersigned accepts such appointment and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Dated this 16 day of May, 1999.

ROSSZ FIU CORPORATION,
a Florida corporation

By 
SPENCER FOX, VICE PRESIDENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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