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LAW OFFICE OF
J.D. SKIP BARDFELD, P.A.

88 N.E. 168TH STREET
NO. MIAMI BEACH, FL 33162

June 23, 1999

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

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-06/28/99--01102--007
****285.00 ****285.00

Re: Greekol USA, LLC

Dear Sir or Madam:

Please find enclosed herewith the original and one copy of Articles of Organization in connection with the above-referenced limited liability corporation, along with this firm's check in the amount of \$285.00 which represents your filing fee and the registered agent designation fee. Upon the filing of the enclosed, please return to the undersigned your confirmation of the filing of the above, together with a conformed copy of the Articles for our records.

Very truly yours,


J.D. SKIP BARDFELD, ESQUIRE

JDB/mvp
Enc.
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TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION
OF
GREEKOL USA, LLC
A LIMITED LIABILITY COMPANY

(Pursuant to s. 607.407, Florida Statutes)

1. **Name.** The name of the limited liability company is GREEKOL USA, LLC.
2. **Purpose.** The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
3. **Address of Principal Office.** The address of the principal office of the limited liability company is 220 Miracle Mile, Suite 218, Coral Gables, Florida 33134.
4. **Term.** Term of this LLC shall be perpetual.
5. **Members at Time of Formation.** There will be at least one member at the time the limited liability company is formed.
6. **Period of Duration.** The period of duration shall be perpetual.
7. **Management.** Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:

Initial Members:

CARLOS KAKOURIS
1345 Campo Sano Avenue
Coral Gables, Florida 33146

Chairman of the Board

ROBERT C. O'DONNELL
140 Bay View Drive
Islamorada, Florida 33036

President

KATHLEEN NEWCOMB
9364 S.W. 212 Terrace
Miami, Florida 33189

Secretary

MARIA KAKOURIS
5717 Riviera Drive
Coral Gables, Florida 33146

Treasurer

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8. **Additional Members.** The names and addresses of additional members(s) are as follows: None.

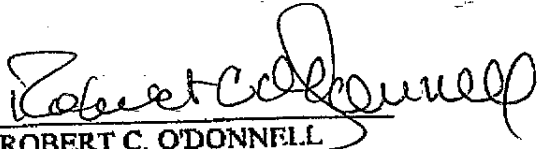
9. **Admission of New Members.** With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

10. **Members Right to Continue Business.** The remaining members of the limited liability company shall have the right to continue 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 as further set forth in the Operating Agreement of the limited liability company

11. **Affidavit of Membership and Contribution.** The undersigned member or authorized representative of a member of certifies:

- a.) The above named limited liability company has at least one member;
- b.) The total amount of cash contributed by the member(s) is \$10,000.00;
- c.) If any, the agreed value of property other than cash contributed by the member(s) is \$-0-
(A description of the property is attached)
- d.) The total amount of cash and property contributed and anticipated to be contributed by the member(s) is \$10,000.00.

DATED this ^{23rd} day of June, 1999.


ROBERT C. O'DONNELL
Member

(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 and correct.)

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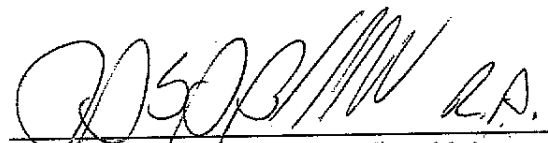
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

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. **Name.** The name of the limited liability company is **GREEKOL USA, LLC**
2. **Registered Office.** The address of the registered agent's office of the limited liability company is 88 N.E. 168th Street, North Miami Beach, Florida 33162.
3. **Registered Agent.** J.D. SKIP BARDFELD, is appointed, and by his signature below accepts appointment, to act as the Registered agent of **GREEKOL USA, LLC.**

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 23 day of June, 1999.



J.D. SKIP BARDFELD, Registered Agent