

L 99000000 4412

WINTHROP, STIMSON, PUTNAM & ROBERTS

ONE BATTERY PARK PLAZA
NEW YORK, NY 10004-1490
TELEPHONE: 212-858-1000
TELEFAX: 212-858-1500

1133 CONNECTICUT AVENUE, N.W.
WASHINGTON, DC 20036
TELEPHONE: 202-775-9800
TELEFAX: 202-833-8491

695 EAST MAIN STREET
STAMFORD, CT 06904-6760
TELEPHONE: 203-348-2300
TELEFAX: 203-965-8226

125 WORTH AVENUE
PALM BEACH, FL 33480

TELEPHONE: 561-655-7297
TELEFAX: 561-833-6726

2 THROGMORTON AVENUE
LONDON EC2N 2DL ENGLAND
TELEPHONE: 011-44171-628-4931
TELEFAX: 011-44171-638-0443

RUE DU TACITURNE 42
B-1000 BRUSSELS, BELGIUM
TELEPHONE: 011-322-230-1392
TELEFAX: 011-322-230-9288

6-7, ATAGO 1-CHOME
MINATO-KU, TOKYO 105, JAPAN
TELEPHONE: 011-813-3437-9740
TELEFAX: 011-813-3437-9261

2505 ASIA PACIFIC FINANCE TOWER
CITIBANK PLAZA
3 GARDEN ROAD, CENTRAL, HONG KONG
TELEPHONE: 011-852-2530-3400
TELEFAX: 011-852-2530-3355

July 15, 1999

BY FEDERAL EXPRESS

Division of Corporations
Secretary of State
George Firestone Bldg.
409 East Gaines Street
Tallahassee, FL 32314

400002933744--7
-07/16/99-01092--015
*****293.75 *****293.75

Re: Etruscan Imports, L.L.C.

Dear Sir or Madam:

In reference to the above-captioned matter, enclosed please find the original Articles of Organization for Florida Limited Liability Company and Certificate of Designation of Registered Agent. Please file such originals.


Enclosed please find our check made payable to the Secretary of State, Division of Corporations in the amount of \$293.75 for the above request. The breakdown is as follows:

Filing Fee for Articles	\$ 250.00
Designation of Registered Agent	\$ 35.00
Certificate of Status	\$ 8.75

When returning the requested documentation to us, please return it via Federal Express. Enclosed please find a pre-printed airbill for your convenience.

If you have any questions, please do not hesitate to call me.

Sincerely,


Guy Rabideau

GR/db
Enclosures

99 JUL 16 AM 9:46
SECRETARY OF STATE
DIVISION OF CORPORATIONS

WTH

7/21

**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I

Name

The name of the Limited Liability Company is: ETRUSCAN IMPORTS, L.L.C.

ARTICLE II

Address

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

Mailing Address:	P.O. Box 650938	Street Address:	905 Woodhaven Lane
	Vero Beach, FL 32965		Vero Beach, FL 32962

ARTICLE III

Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

Management

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

Robert J. Reynolds
905 Woodhaven Lane
Vero Beach, Florida 32962

ARTICLE V

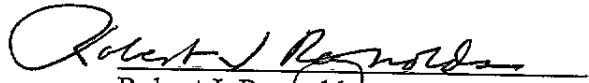
Affidavit of Membership and Contributions

The undersigned member of ETRUSCAN IMPORTS, 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: \$ 70,000.00;

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
AND BUSINESS SERVICES
90 JUL 16 AM 9:46

3. If any, the agreed value of property other than cash contributed by member is: \$ -0-
4. The total amount of cash and property contributed and anticipated to be contributed by the member is: \$ 70,000.00.


Robert J. Reynolds

FILED
SECRETARY OF STATE
DIVISION OF RECORDS
99 JUL 16 AM 9:46

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: ETRUSCAN IMPORTS, L.L.C.
2. The name and the Florida street address of the registered agent are:

John M. McDivitt, Esquire
Winthrop, Stimson, Putnam & Roberts
125 Worth Avenue, Suite 310
Palm Beach, Florida 33480

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.


John M. McDivitt

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 16 AM 9:46