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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 4, 1999

CT CORPORATOIN SYSTEM ATTN; CONNIE BRYAN

SUBJECT: PORTONYX, L.L.C. Ref. Number: W99000022871

We have received your document for PORTONYX, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Articles must be signed by a Member or an Authorized Representative.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 599A00048098

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ARTICLES OF ORGANIZATION

OF

PORTONYX, L.L.C.

A Florida limited liability company

- 1. The name of this limited liability company is PORTONYX, L.L.C. (the "Company").
- 2. The Company is being formed for the following purposes:
 - a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
 - b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
 - c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conductive thereto or expedient.

This Company shall have all of the corporate powers enumerated in the Florida Limited Liability Company Act, as amended from time to time.

3. The principal place of business and the mailing address of the Company is:

90 Alton Road #3310 Miami Beach, Florida

4. The name and address of the registered agent of the Company is:

CT Corporation System 1200 South Pine Island Road Plantation, Florida 33324

- 5. The Company, with the unanimous written consent of the members, shall have the right to amend or repeal any provisions contained in these Articles of Organization or any amendments hereto. Further, the power to adopt, alter, amend or repeal the Company's limited liability company regulations shall be vested in the Company's members.
- 6. The Company shall indemnify any and all of its members, officers, employees or agents or former officers, employees or agents or any person or persons who may have served at its

SECRETARY OF STATE OF STATE OF CORPORATIONS

request as an officer, employee or agent of another company, corporation, partnership, joint venture, trust or other enterprise in which it owns an equity interest or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been an officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

IN WITNESS WHEREOF, the undersigned member of **PORTONYX**, L. L.C., has executed these Articles of Organization as of the first day of October, 1999.

MEMBER:

ONYX LIMITED

A Bahamian Company

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for PORTONYX, L. L.C., a Florida limited liability company at the place designated in these Articles of Organization, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto. The undersigned is familiar with the obligations of a Registered Agent under the Florida Limited Liability Company Act.

CT Corporation System

By: Comie Buy

CONNIE BRYAN SPECIAL ASSISTANT SECRETARY