

Thursday, October 7, 1999

Division of Corporations

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Florida Department of State

Division of Corporations

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Fax Number : (850)922-4003

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

LIMITED LIABILITY COMPANY

Management Investment & Training Company, LLC

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 7, 1999

CORPORATE CREATIONS INTERNATIONAL INC

SUBJECT: MANAGEMENT INVESTMENT & TRAINING COMPANY, LLC
REF: W99000023216

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Management Investment & Training Company, LLC

Article II. Address

The mailing address and street address of the Company's principal office is:
Management Investment & Training Company, LLC
1101 Brickell Avenue
Suite 1100
Miami FL 33131

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Randall L. Sidlosca
1101 Brickell Avenue
Suite 1100
Miami FL 33131

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of a majority of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by the members, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Randall L. Sidlosca | FL Bar Member 511609
Peña & Sidlosca
1101 Brickell Avenue
Suite 1100
Miami FL 33131
305-375-0014
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Article V. Management

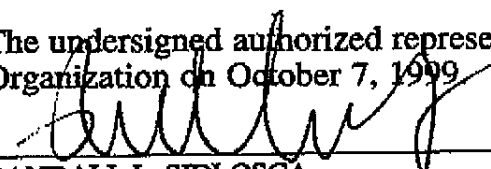
This will be a manager-managed company. The name of each manager is:

Raymond Maduro
David Wilson

Article VI. Company Existence

The Company's existence shall begin effective as of October 7, 1999.

The undersigned authorized representative of a member executed these Articles of Organization on October 7, 1999



RANDALL L. SIDLOSCA
by L.A. Uriarte as attorney-in-fact

Randall L. Sidlosca | FL Bar Member 511609
Peña & Sidlosca
1101 Brickell Avenue
Suite 1100
Miami FL 33131
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STATEMENT OF REGISTERED AGENT

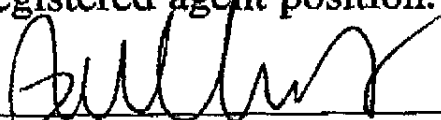
LIMITED LIABILITY COMPANY:

Management Investment & Training Company, LLC

REGISTERED AGENT/OFFICE:

Randall L. Sidlosca
1101 Brickell Avenue
Suite 1100
Miami FL 33131

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



RANDALL L. SIDLOSCA
by L.A. Uriarte as attorney-in-fact

Date: October 7, 1999

Randall L. Sidlosca | FL Bar Member 511609
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