



THE UNITED STATES
CORPORATION
COMPANY

99000007638

ACCOUNT NO. : 072100000032

REFERENCE : 476577 7135588

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 155.00

ORDER DATE : November 10, 1999

ORDER TIME : 10:56 AM

ORDER NO. : 476577-010

CUSTOMER NO: 7135588

000003040960--1

CUSTOMER: Nicholas M. Daniels, Esq
THERREL BAISDEN, P.A.
THERREL BAISDEN, P.A.
Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

DOMESTIC FILING

NAME: EFS/EMPIRE INVESTMENTS,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

W 11/10
99 NOV 10 PM 1:02
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 10 AM 11:34
RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
FOR
EFS/EMPIRE INVESTMENTS, L.L.C.

ARTICLE I
Name

The name of the Limited Liability Company is EFS/Empire Investments, L.L.C.

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is: 612 S.E. 5th Avenue, Ft. Lauderdale, Florida 33301.

ARTICLE III
Duration

This period of duration for the Limited Liability Company shall be: PERPETUAL.

ARTICLE IV
Purpose

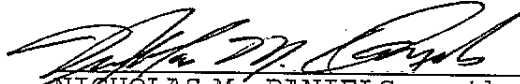
This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Limited Liability Company Act.

ARTICLE V
Registered Agent

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131 and the name of the initial registered agent of the Limited Liability Company at that address is Nicholas M. Daniels, Esq.

FILED
99 NOV 10 PM 1:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned authorized representative of a member of EFS/Empire Investments, L.L.C., hereby executes these articles of organization on this 9th day of NOVEMBER, 1999.


NICHOLAS M. DANIELS, authorized
representative by Power of
Attorney

FILED
99 NOV 10 PM 1:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 **EFS/Empire Investments, L.L.C.**

2. The name and the Florida street address of the registered agent and office are:

Nicholas M. Daniels, Esquire
Therrel Baisden, P.A.
SunTrust International Center
One S.E. 3rd Avenue, Suite 2400
Miami, Florida 33131

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 as provided for in Chapter 608, F.S.


NICHOLAS M. DANIELS

W:\EVANS\LLC\EFS Empire\Articles of Organization.wpd