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Florida Information Associates Inc.

Requester's Name
 P. O. Box 11144
 Address
 Tallahassee, FL 32302-3144
 City/State/Zip Phone #
 (850) 878-0188

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. KEY VICTOIRE LLC
 (Corporation Name) (Document #)
- 2. _____
 (Corporation Name) (Document #)
- 3. _____
 (Corporation Name) (Document #)
- 4. _____
 (Corporation Name) (Document #)

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- Walk in Pick up time Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

OTHER FILINGS

- Annual Report
- Fictitious Name

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA
 00 JUN 27 AM 10:29 JUN 27 PM 3:57
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Examiner's Initials

ARTICLES OF ORGANIZATION
OF
KEY VICTOIRE LLC

ARTICLE I

Name

The name of this limited liability company is Key Victoire LLC (hereinafter "the Company").

ARTICLE II

Address

The mailing address and principal office is 2665 South Bayshore Drive, Suite 703 Miami, Florida 33133.

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc.
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

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TALLAHASSEE FLORIDA

ARTICLE V

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

Organizer

The name and street and mailing address of the person signing these Articles as Organizer is:

Timothy D. Richards, Esq.
Richards and Associates, P.A.
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

ARTICLE VII


Management

The Company will be managed by one (1) managers and is, therefore, a manager-managed company.

Didier Yves Desvigne
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

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In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.



Timothy D. Richards, Authorized Representative

ORGANIZER

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this 26 day of June, 2000.

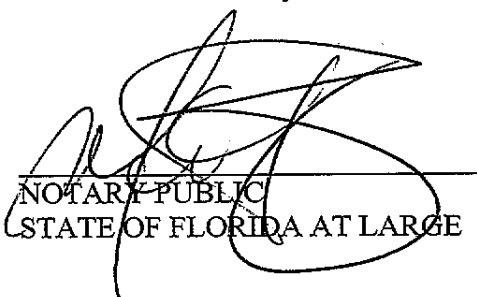


Timothy D. Richards

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Timothy D. Richards, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

26 SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this day of June, 2000.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



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SECRETARY OF STATE

CONSENT TO USE OF NAME

Key Victoire Corp., a corporation organized under the laws of the State of Florida, hereby consents to the formation of Key Victoire LLC in the State of Florida.

IN WITNESS WHEREOF, the said corporation has caused this consent to be executed by its President this 23rd day of June, 2000.

Key Victoire Corp., a Florida corporation

By: 

Didier Yves Desvigne, President

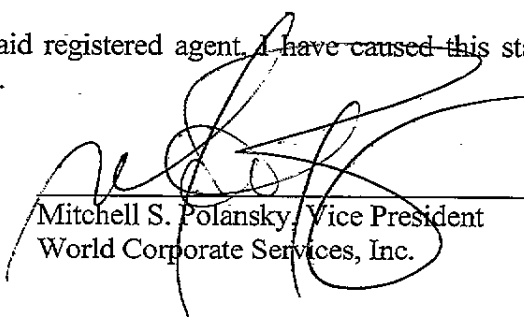
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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of KEY VICTOIRE LLC named in the Articles of Organization hereinabove set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 1 day of August, 2000.



Mitchell S. Polansky, Vice President
World Corporate Services, Inc.

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