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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
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LIMITED LIABILITY COMPANY

SOUTH BEACH INTERNET CAFE LLC

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$155.00

H01-76133

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name of Limited Liability Company:

SOUTH BEACH INTERNET CAFE LLC

ARTICLE II - Mailing Address & Street Address of Limited Liability Company:

Address: 9685 WEST BROWARD BOULEVARD

City, State & Zip: PLANTATION, FLORIDA 33324

ARTICLE III - Registered Agents Name, Office Address, & Registered Agent's Signature:

DEBRA GUDAI

Name

9685 WEST BROWARD BOULEVARD

Address (P.O. Box NOT Acceptable)

PLANTATION, FLORIDA 33324

City, State, Zip

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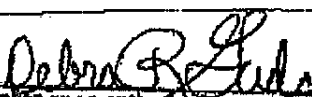
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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..


Registered Agent's Signature

Date JUNE 25, 2001

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.


Signature of a member or an authorized representative of a member.
In accordance with section 608.409 (3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Typed or printed name of signee

DEBRA GUDAI

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Prepared By: Ace Industries 54 NW 11th Street Miami, Florida 33136 (305) 358-2571