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May 15, 2003.

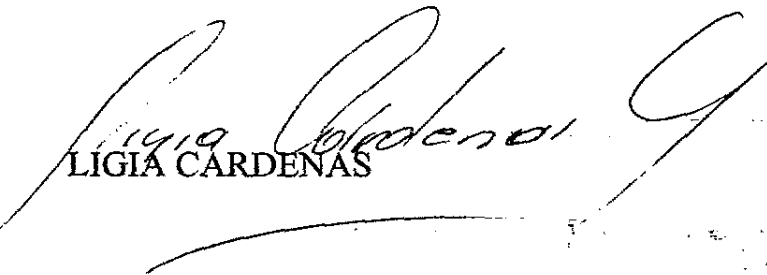
Florida Department of State
Registration Section
Division of Corporations

TO WHOM IT MAY CONCERN:

Name: LIGIA CARDENAS
Address: 924 Catalonia Av
Coral Gables, Fl, 33134
Phone: 305-774-0391(H).

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Thanks;


LIGIA CARDENAS

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

SPHERES (LLC)

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

924 CATALONIA AVE
CORAL GABLES., FL 33134

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

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

LIGIA CARDENAS

Name

924 CATALONIA AVE

Florida street address (P.O. Box **NOT** acceptable)

CORAL GABLES FL 33134

City, State, and Zip

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.

Ligia Cardenas
Registered Agent's Signature

(An additional article must be added if an effective date is requested)

Ligia Cardenas
Signature of a member or an authorized representative of a member.

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

LIGIA CARDENAS

Typed or printed name of signer

Filing Fees:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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