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

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

**LIMITED LIABILITY COMPANY**  
**SP SERVICE INTERNATIONAL LLC**

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
SP SERVICE INTERNATIONAL LLC

### Article II. Address

The Company's street and mailing address is:  
SP SERVICE INTERNATIONAL LLC  
1031 Ives Dairy Road  
Suite 128/228  
Miami FL 33179

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410 UNITED STATES

### 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 all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, 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.

George G. Sirota | FL Bar Member 293849  
Sirota & Associates, P.A.  
Wachovia Financial Center  
200 South Biscayne Blvd., Suite 5120  
Miami FL 33131-2310  
305-373-1995

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Article V. Management

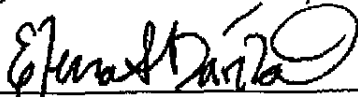
This will be a manager-managed company. The name and address of each manager is:

SAULO RODRIGUES SIMOES  
1031 Ives Dairy Road Suite 128/228 Miami FL 33179  
PAULO DE TARSO RODRIGUES SIMOES  
1031 Ives Dairy Road Suite 128/228 Miami FL 33179

Article VI. Company Existence

The Company's existence shall begin effective as of June 14, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on June 14, 2004.



\_\_\_\_\_  
GEORGE G. SIROTA  
by E.S. Davila as attorney-in-fact

George G. Sirota | FL Bar Member 293849  
Sirota & Associates, P.A.  
Wachovia Financial Center  
200 South Biscayne Blvd., Suite 5120  
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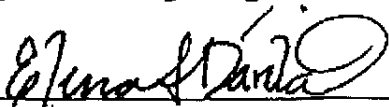
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:  
SP SERVICE INTERNATIONAL LLC

REGISTERED AGENT/OFFICE:  
Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410  
UNITED STATES

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.



\_\_\_\_\_  
CORPORATE CREATIONS NETWORK INC.  
by E.S. Davila as attorney-in-fact

Date: June 14, 2004

George G. Sirota | FL Bar Member 293849  
Sirota & Associates, P.A.  
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