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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

sms group, l.l.c.

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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I
Name

The name of the Limited Liability Company is:

SMS GROUP, L.L.C.

ARTICLE II
Address

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

300 Bayview Drive, #2007
Sunny Isles Beach, FL 33160

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

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

Ira R. Shapiro
16375 NE 18th Avenue, #225
North Miami Beach, FL 33162

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.


Ira R. Shapiro, Registered Agent

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ARTICLE IV
Management

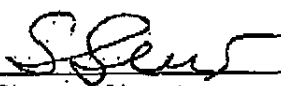
The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The names of the managers are as follows:

Stanislav Sergov
 300 Bayview Drive, #2007
 Sunny Isles Beach, FL 33160

Marina Sergova
 300 Bayview Drive, #2007
 Sunny Isles Beach, FL 33160

Alexander Sergov
 300 Bayview Drive, #2007
 Sunny Isles Beach, FL 33160

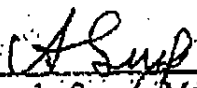
Stanislav Asinovsky
 300 Bayview Drive, #2007
 Sunny Isles Beach, FL 33160


 Stanislav Sergov, Manager

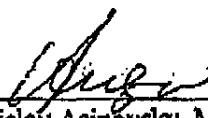
Date: March 2, 2007


 Marina Sergova, Manager

Date: March 2, 2007


 Alexander Sergov, Manager

Date: March 2, 2007


 Stanislav Asinovsky, Manager

Date: March 2, 2007

(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.)

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