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LIMITED LIABILITY COMPANY  
 IC Ventures LLC

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**ARTICLES OF ORGANIZATION  
OF  
IC VENTURES LLC  
a Florida Limited Liability Company**

**ARTICLE I  
NAME**

The name of the limited liability company is **IC VENTURES LLC.**

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is c/o Andre N. Chammas Jr., P.A., 4135 Laguna Street, Suite C, Coral Gables, FL 33146.

**ARTICLE III  
DURATION**

The period of duration for the limited liability company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV  
MANAGEMENT**

The limited liability company is to be managed by one or more managers, to be appointed by the members of the Company, in the manner to be agreed upon by the members. The initial sole Manager of the limited liability company and his address are listed below:

Ingrid Casares  
300 South Pointe Drive #1502  
Miami Beach, FL 33139

The foregoing person is to serve as the manager of the limited liability company until a successor is elected and qualified.

Prepared by:  
Lin M. Cherry, Esq.  
One S.E. Third Avenue, 28th Floor  
Miami, Florida 33131  
(305) 374-5600  
Florida Bar No. 936375

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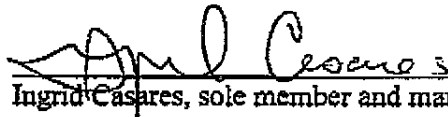
**ARTICLE V**  
**MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the limited liability company may, pursuant to the vote of members possessing a majority of membership interests in the limited liability company, continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the limited liability company's initial registered agent is One SE Third Avenue, 28th Floor, Miami, Florida 33131. The name of the limited liability company's initial registered agent at that office is American Information Services, Inc.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 16<sup>th</sup> day of December, 1998.

  
Ingrid Casares, sole member and manager

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**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Sections 608.407 and 608.415 of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **IC VENTURES LLC**, a Florida limited liability company (the "Company"), in the Company's articles of organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's articles of organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 16<sup>th</sup> day of December, 1998.

**AMERICAN INFORMATION SERVICES,  
INC.**

By: Mary Lee Liggett  
Mary Lee Liggett, Vice President

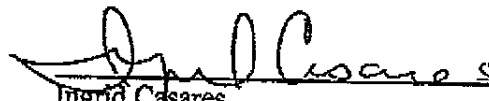
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**AFFIDAVIT OF MEMBERSHIP  
AND CONTRIBUTIONS**

The undersigned member, Ingrid Casares, of IC Ventures LLC, deposes and says:

1. IC Ventures LLC, has one member.
2. The total amount of cash contributed by the member is \$100.
3. The agreed value of property other than cash contributed by the member is \$0.
4. The amount of cash or property anticipated to be contributed by the member is \$0.
5. The total amounts of 2, 3 and 4 is \$100.

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

  
 \_\_\_\_\_  
 Ingrid Casares

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