

# L00000002049

Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850)922-4003

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

EFFECTIVE DATE

2-22-00

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LIMITED LIABILITY COMPANY

Smart European L.C.

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Smart European L.C.

EFFECTIVE DATE

2-22-00

### Article II. Address

The Company's street and mailing address is:

Smart European L.C.  
941 Fourth Street  
#200  
Miami Beach FL 33178

00 FEB 23 PM 4:00  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

### Article III. Registered Agent

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

Corporate Creations Enterprises Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

### 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.

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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Article V. Management

This will be a member-managed company. The name of each member is:

Smart Holding Group LTD.

Article VI. Company Existence

The Company's existence shall begin effective as of February 22, 2000.

The undersigned authorized representative of a member executed these Articles of Organization on February 23, 2000.

  
CORPORATE CREATIONS INTERNATIONAL INC.

Todd A. Hardy Vice President

FILE  
SECRETARY OF STATE  
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Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Smart European L.C.

REGISTERED AGENT/OFFICE:

Corporate Creations Enterprises Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

00 FEB 23 PM 4:00

STATE OF FLORIDA  
DIVISION OF CORPORATIONS

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 ENTERPRISES INC.

Todd A. Hardy, Vice President

Date: February 23, 2000

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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