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Fax Number : (850) 922-4003

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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LIMITED LIABILITY COMPANY

The Telemarque Group Ltd., LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
The Telemarque Group Ltd., LLC

Article II. Address

The Company's street and mailing address is:
The Telemarque Group Ltd., LLC
3340 S.W. 32 Avenue
Miami FL 33133

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Leonardo D. Starke, Esq.
3340 McDonald Street, Suite A
Miami FL 33133

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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.

Leonardo D. Starke | FL Bar Member 880469
Law Offices of Leonardo D. Starke
3340 McDonald Street, Suite A
Miami FL 33133
305-444-0151

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Article V. Management


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

Frank Mercado Valdez
James Mackey

Article VI. Company Existence

The Company's existence shall begin effective as of June 6, 2000.

The undersigned authorized representative of a member executed these Articles of Organization on June 6, 2000.



LEONARDO D. STARKE
by R.A. Reyes as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

The Telemarque Group Ltd., LLC

REGISTERED AGENT/OFFICE:

Leonardo D. Starke, Esq.
3340 McDonald Street, Suite A
Miami FL 33133

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.



LEONARDO D. STARKE, ESQ.
by R.A. Reyes as attorney-in-fact

Date: June 6, 2000

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