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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 : 110432008053
Phone : (305)672-0688
Fax Number : (305)672-9110

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TALLAHASSEE FLORIDA

LIMITED LIABILITY COMPANY

Fortress Overseas LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Fortress Overseas LLC

Article II. Address

The Company's street and mailing address is:

Fortress Overseas LLC
941 Fourth Street #200M
Miami Beach FL 33139 USA

Article III. Registered Agent

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

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

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

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Article V. Management

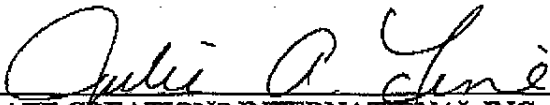
This will be a manager-managed company. The name of each manager is:

John Trevor Greer Donnelly
Christopher Peter Eaton
Samantha Peters

Article VI. Company Existence

The Company's existence shall begin effective as of October 19, 2000.

The undersigned authorized representative of a member executed these Articles of Organization on October 19, 2000.



CORPORATE CREATIONS INTERNATIONAL INC.
Julie A. Fine Vice President

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TALLAHASSEE FLORIDA

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
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STATEMENT OF REGISTERED AGENT

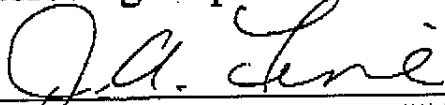
LIMITED LIABILITY COMPANY:

Fortress Overseas LLC

REGISTERED AGENT/OFFICE:

**Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139 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.
Julie A. Fine, Vice President**

Date: 10/19/2000

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TALLAHASSEE FLORIDA

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