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November 13, 2000

SIRS.
DIVISION OF CORPORATION
DEPARTMENT OF STATE
Tallahassee, Florida
Via Fax

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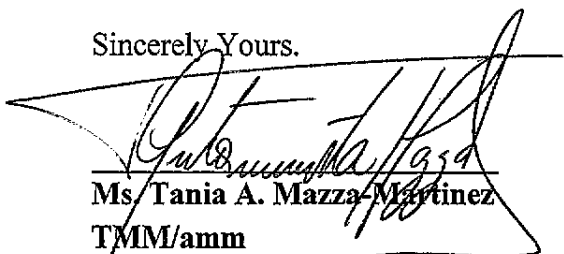
Dear Sirs:

Enclosed you will find an article of incorporation of a Limited Liability Company to be filed before the Department of State.

Please send it to our offices as soon as it is ready at:

Ate: Tania A. Mazza-Martinez
782 NW 42 AV. SUITE 638
Miami, Florida 33126

Sincerely Yours.


Ms/ Tania A. Mazza-Martinez
TMM/amm

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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al



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 21, 2000

TANIA A. MAZZA-MARTINEZ
782 NW 42 AV. SUITE 638
MIAMI, FL 33126

SUBJECT: GALENOS INT, L.L.C.
Ref. Number: W00000027690

We have received your document for GALENOS INT, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 800A00059784

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF ORGANIZATION
OF**

GALENOS INT, L.L.C

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **GALENOS INT, L.L.C**

ARTICLE II - ADDRESS

The mailing address of this corporation shall be: Calle Arturo Michelena, Quinta Alegria, Naranjos de las Mercedes. Las Mercedes, Caracas, Venezuela.

ARTICLE III- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company existence shall be perpetual unless is earlier dissolved as provided in these articles of organization.

ARTICLE IV- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is MAZZA-MARTINEZ & ASSOC., P.A. at 782 NW 42 Av. Suite 638. Miami, Florida 33126.

ARTICLE V- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property.

ARTICLE VI- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the

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TALLAHASSEE FLORIDA

management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy or dissolution of a member or manager or on the occurrence of any other event that terminate the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX- MANAGEMENT

The company shall be managed by a manager in accordance with regulation adopted by the members for the management of the business and affairs of the company. These regulation may contain any provision for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is EDGAR VASQUEZ. Also the members of the company are:

| NAME | ADDRESS |
|----------------------------|---|
| EDGAR VASQUEZ | Calle Arturo Michelena. Quinta Alegria Los Naranjos de las Mercedes. Las Mercedes, Caracas. Venezuela |
| LIDDY HERNANDEZ DE VASQUEZ | Calle Arturo Michelena. Quinta Alegria Los Naranjos de las Mercedes. Las Mercedes, Caracas. Venezuela |
| EDUARDO MENDOZA | Calle Arturo Michelena. Quinta Alegria Los Naranjos de las Mercedes. Las Mercedes, Caracas. Venezuela |
| BLANCA MURILLO DE MENDOZA | Calle Arturo Michelena. Quinta Alegria Los Naranjos de las Mercedes. Las Mercedes, Caracas. Venezuela |

In WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Miami, Florida on November 13, 2000


Ms. Tania A. Mazza-Martinez
MAZZA-MARTINEZ & ASSOC., P.A.

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SECRETARY OF STATE
MILLER

STATE OF FLORIDA
COUNTY OF DADE

Sworn to and subscribe before me this 13th day of November by Ms. Tania A. Mazza-Martinez

Celia M. Nunez
NOTARY PUBLIC - STATE OF FLORIDA
Personally known ✓
Or
Produced Identification

OFFICIAL NOTARY SEAL
CELIA M. NUNEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 775095
MY COMMISSION EXP. JAN. 9, 2003

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE.

The undersigned person, having been named as Registered Agent and to accept service of process for the above stated Corporation, at the place designated in the Articles, hereby accept to act in this capacity. I further agrees to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and acknowledge that I am familiar with and accept the obligations of my position as Registered Agent.

By: *[Signature]*
Registered Agent

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TALLAHASSEE, FLORIDA