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LIMITED LIABILITY COMPANY

Cramer-Fanelli Design Group, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Cramer-Fanelli Design Group, LLC

Article II. Address

The Company's street and mailing address is:
Cramer-Fanelli Design Group, LLC
401 NE Mizner Boulevard
#T722
Boca Raton FL 33432

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Article III. Registered Agent

The name and street address of the Company's registered agent is:
Mark E. Glater, CPA
2514 Hollywood Boulevard
Suite 508
Hollywood FL 33020

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 and address of each member is:

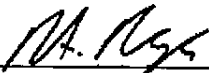
TARA A. CRAMER, INC.
22304 Calibre Court #1307 Boca Raton FL 33433
FANELLI ENTERPRISES, INC.
401 NE Mizner Boulevard Boca Raton FL 33432

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Article VI. Company Existence

The Company's existence shall begin effective as of February 15, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on February 15, 2001.



CORPORATE CREATIONS INTERNATIONAL INC.
Roger A. Reyes Vice President

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

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STATEMENT OF REGISTERED AGENT

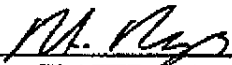
LIMITED LIABILITY COMPANY:

Cramer-Fanelli Design Group, LLC

REGISTERED AGENT/OFFICE:

**Mark E. Glater, CPA
2514 Hollywood Boulevard
Suite 508
Hollywood FL 33020**

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.



MARK E. GLATER, CPA
by R.A. Reyes as attorney-in-fact

Date: February 15, 2001

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

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