

LO1000005012

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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

2/29/01

LIMITED LIABILITY COMPANY

Quantum Developments, LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$130.00

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Quantum Developments, LLC

Article II. Address

The Company's street and mailing address is:
Quantum Developments, LLC
8500 SW 8th Street
Suite 228
Miami FL 33144

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Jose Machado
8500 SW 8th Street
Suite 238
Miami FL 33144

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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.

Jose L. Machado | FL Bar Member 973572
Machado & Herran, P.A.
8500 SW 8th Street
Suite 238
Miami FL 33144
305-261-5355
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Article V. Management

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

VICTORIA REAL ESTATE MANAGEMENT INC.

ALEXDEX CORP.

Article VI. Company Existence

The Company's existence shall begin effective as of March 29, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on March 30, 2001.



JOSE L. MACHADO

by J.A. Fine as attorney-in-fact

Jose L. Machado | FL Bar Member 973572
Machado & Herran, P.A.
8500 SW 8th Street
Suite 238
Miami FL 33144
305-261-5355
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STATEMENT OF REGISTERED AGENT

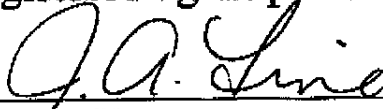
LIMITED LIABILITY COMPANY:

Quantum Developments, LLC

REGISTERED AGENT/OFFICE:

Jose Machado
8500 SW 8th Street
Suite 238
Miami FL 33144

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.



JOSE MACHADO
by J.A. Fine as attorney-in-fact

Date: March 30, 2001

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