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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

EFFECTIVE DATE

7-10-01

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672 9110

AL

LIMITED LIABILITY COMPANY

Penta Overseas LLC

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ARTICLES OF ORGANIZATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

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

Article II. Address

The Company's street and mailing address is:

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

EFFECTIVE DATE
7-10-01

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 and address of each manager is:

JOHN TREVOR GREER DONNELLY
941 Fourth Street #200M Miami Beach FL 33139
SAMANTHA PETERS
941 Fourth Street #200M Miami Beach FL 33139
CHRISTOPHER PETER EATON
941 Fourth Street #200M Miami Beach FL 33139

Article VI. Company Existence

The Company's existence shall begin effective as of July 10, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on July 11, 2001.


CORPORATE CREATIONS INTERNATIONAL INC.
Luis A. Uriarte President

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

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STATEMENT OF REGISTERED AGENT

SECOND FLORIDA STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY:

Penta 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.

Luis A. Uriarte, President

Date: July 11, 2001

Corporate Creations International Inc.

941 Fourth Street #200

Miami Beach FL 33139

(305) 672-0686

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