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

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

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LIMITED LIABILITY COMPANY

McCarthy & Fosters International, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
McCarthy & Fosters International, LLC

Article II. Address

The Company's street and mailing address is:
McCarthy & Fosters International, LLC
11512 Ashley Manor Way
Jacksonville FL 32225-1072

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Randall L. Sidlosca, Esq.
100 South Biscayne Boulevard
Suite 800
Miami FL 33131

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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.

Randall L. Sidlosca | FL Bar Member 511609
Haley, Sinagra & Perez, P.A.
100 South Biscayne Boulevard
Suite 800
Miami FL 33131
305-374-1300
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Article V. Management

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

BERNARDO SEMERENE

11512 Ashley Manor Way Jacksonville FL 32225-1072

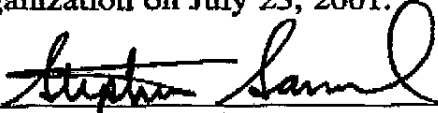
ALISON SEMERENE

11512 Ashley Manor Way Jacksonville FL 32225-1072

Article VI. Company Existence

The Company's existence shall begin effective as of July 23, 2001.

The undersigned authorized representative of a member executed these Articles of Organization on July 23, 2001.



RANDALL L. SIDLOSCA

by S. T. Samuel as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

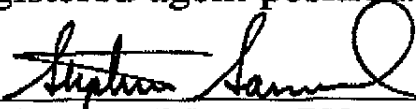
McCarthy & Fosters International, LLC

REGISTERED AGENT/OFFICE:

Randall L. Sidlosca, Esq.
100 South Biscayne Boulevard
Suite 800
Miami FL 33131

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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.



RANDALL L. SIDLOSCA, ESQ.
by S. T. Samuel as attorney-in-fact

Date: July 23, 2001

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