

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## To:

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Fax Number : (850) 205-0383

## From:

Account Name : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850) 385-6735  
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## LIMITED LIABILITY COMPANY

FRAN TECH VENTURES LATIN AMERICA, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
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## ARTICLES OF ORGANIZATION

### OF

FranTech Ventures Latin America, LLC

We, the undersigned as organizers of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

#### ARTICLE I - NAME

Effective date November 12, 2001

The name of the limited liability company is FranTech Ventures Latin America, LLC.

#### ARTICLE II - DURATION

The period of duration of this limited liability company shall be Perpetual from the date of the issuance of a Certificate of Organization by the State of Florida.

#### ARTICLE III - PRINCIPAL OFFICE

The address of the principal office of this limited liability company is Suite 114, 1489 N. Military Trail, West Palm Beach, Florida 33409, and the mailing address shall be the same.

#### ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of the initial registered agent within Florida is Dewey B. Gosselin, II, 1489 N. Military Trail, Suite 114, West Palm Beach, Florida 33409.

#### ARTICLE V - MEMBERS

This limited liability company has two (2) members whose names and addresses are:

Dewey B. Gosselin, II  
1489 N. Military Trail, Suite 114  
West Palm Beach, Florida 33409

Brittany S. Nadeau  
Hwy 189, Suite N-100, Lake Arrowhead, CA 92352

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

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The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

#### ARTICLE VI - MANAGEMENT

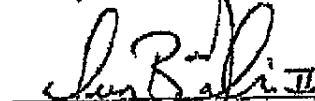
The management of the company is reserved to the members of the company, in proportion to their contributions to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company.

The name and address of the managing member is:

Dewey B. Gosselin, II  
1489 N. Military Trail, Suite 114  
West Palm Beach, Florida 33409

IN WITNESS WHEREOF, the undersigned representative of a Member has executed these  
Articles of Organization on this 14 day of November 2001.

Dewey B. Gosselin, II.



Dewey B. Gosselin, II Managing Member

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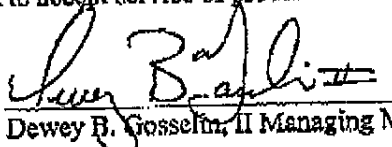
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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 608, Florida Statutes, the following is submitted:

First that FranTech Ventures Latin America, LLC, desiring to organize or qualify under the laws of the State of Florida, has named Dewey B. Gosselin, II, 1489 N. Military Trail, Suite 114, West Palm Beach, Florida 33409 as its agent to accept service of process within Florida.

 11-14-01  
Dewey B. Gosselin, II Managing Member

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

 11-14-01  
Dewey B. Gosselin, II Managing Member

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