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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 NOV 27

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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

AL

LIMITED LIABILITY COMPANY

MAX CLIP COMMUNICATIONS, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Certified Copy	1
Page Count	03
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**ARTICLES OF ORGANIZATION
OF
MAX CLIP COMMUNICATION, LLC**

These Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 27th day of November, 2001.

ARTICLE I

Name: *The name of the limited liability company is:*

MAX CLIP COMMUNICATION, LLC

ARTICLE II

Duration: *The company shall have a duration of ninety nine (99) years from the date hereof, unless earlier terminated in accordance with Florida Statutes Chapter 608.*

ARTICLE III

Address: *The address of the company principal office and mailing address shall be:*

**3411 INDIAN CREEK DRIVE #602
MIAMI BEACH, FL. 33140**

ARTICLE IV

Register Agent and Address: *The name and address of the initial register agent is:*

**ANTONIO PUERTAS
3411 INDIAN CREEK DRIVE #602
MIAMI BEACH, FL. 33140**

ARTICLE V

New Members: *The members may admit new members upon agreement of the members upon terms determined hereafter by the members.*

ARTICLE VI

Continuation: *Upon occurrence of an event listed in Florida Statute 608.407 (1) (f), the then existing and/or non-bankrupt members may continue the business of the company, if all agree to do so.*

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ARTICLE VII

Management: The company shall be managed by its designated managers until the first annual meeting of the members or until a successor is elected and qualifies. The designated managers name and address is as follows:

OPERATING MANAGER	Antonio Puertas 3411 Indian Creek Dr. Miami Beach, FL 33140
VICE OPERATING MANAGER	Antonio Puertas 3411 Indian Creek Dr. Miami Beach, FL 33140
SECRETARY	Antonio Puertas 3411 Indian Creek Dr. Miami Beach, FL 33140
TREASURER	Antonio Puertas 3411 Indian Creek Dr. Miami Beach, FL 33140

ARTICLE VIII

Powers: This company shall have powers listed in Florida Statute 608.404.

ARTICLE IX

Transferability: No member may transfer his, her or its interest in the company without the consent of the other members.

ARTICLE X

Regulations: The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the company.

ARTICLE XI

Arbitration: Dispute among members shall be settled by arbitration in Miami, Florida, pursuant to the rules and procedures of the American Arbitration Association.

The undersigned, being the initial subscriber of these Articles of Organization, for the purpose of forming a limited liability company, do make, subscribe, acknowledge, and file these Articles of Organization hereby declaring and certifying that the articles herein stated are correct.


ANTONIO PUERTAS-MANAGER

I HEREBY CERTIFY on this day before me, appeared ANTONIO PUERTAS, who did take an oath and acknowledged that they executed these Articles of Organization for the purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 27th day of November, 2001.

NOTARY PUBLIC - STATE OF FLORIDA
ANGEL D. CORDOVA
COMMISSION # CC404083
EXPIRES 8/3/2003
BONDED THRU ASA 1-888-NOTARY1


ANGEL D. CORDOVA
NOTARY PUBLIC, State of Florida

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATION THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA**

1. *The name of the limited liability company is:*

MAX CLIP COMMUNICATION, LLC

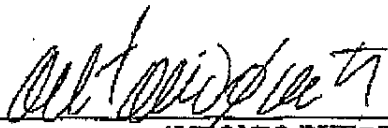
2. *The name and address of the registered agent and office is:*

**ANTONIO PUERTAS
3411 INDIAN CREEK DRIVE #602
MIAMI BEACH, FL. 33140**

*Having been named as registered agent and to accept services of process for the above stated
limited liability company at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to comply
with the provisions of all statutes relating to the proper and complete performance of my
duties, and I am familiar with and accept the obligations of my position as registered agent.*

Dated as of this 27th day of November, 2001.

Signed by: _____



**ANTONIO PUERTAS
REGISTERED AGENT**

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TALLAHASSEE, FLORIDA