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Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : FLORIDA FILING & SEARCH SERVICES

Account Number : I20000000189

Phone : (850) 668-4318

Fax Number : (850) 668-3398

LIMITED LIABILITY COMPANY

EXACTA LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida Limited liability company is:

Exacta L.L.C.

### Article II. Address

The Company's street and mailing address is:

American Incorporators Ltd.  
1220 N. Market Street, Suite 606  
Wilmington, DE 19801

### Article III. Registered Agent

The name and Street Address of the Company's registered agent is:

Florida Filing & Search Services, Inc.  
1333 Duval Street  
Tallahassee, FL 32302

### 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 their 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.

American Incorporators  
1220 North Market Street, Suite 606  
Wilmington, DE 19801  
800-421-2661

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Article V. Management

This will be a member-managed company. The names of the members are:

Euro-Amex Exchange, Inc.  
Suite 302  
East Building No. 34/20  
Cuba Avenue & 34th St.  
Panama City 5, Panama

Saturn Investment Group, S.A.  
Suite 302  
East Building No. 34/20  
Cuba Avenue & 34th St.  
Panama City 5, Panama

Article VI. Company Existence

The Company's existence shall begin effective as of January 9, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on January 9, 2002.

  
Jennifer Kidd  
Authorized Representative

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**LIMITED LIABILITY COMPANY:**

Exacta L.L.C.


**REGISTERED AGENT/OFFICE**

Paul Hodge  
Florida Filing & Search Services, Inc.  
1333 North Duval Street  
Tallahassee, FL 32302

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TALLAHASSEE, FLORIDA

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I agree to act as registered agent to accept service of process for the limited liability company named above at the place designated in this Certificate. I agree to comply with the provisions for 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.

  
Paul Hodge

Date: January 9, 2002

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