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

AL

LIMITED LIABILITY COMPANY

Belforte Holdings LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Belforte Holdings LLC

Article II. Address

The Company's street and mailing address is:
Belforte Holdings LLC
c/o Richard Fernandes
300 South Pine Island Road, Suite 110
Plantation FL 33324

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Julio Manguart, Esq.
1428 Brickell Avenue
Suite 206
Miami FL 33131

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.

Julio Manguart, Esquire | FL Bar Member 298220
Manguart & Associates P.A.
1428 Brickell Avenue
Suite 206
Miami FL 33131
305-372-8889

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Article V. Management

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

MARIA CRISTINA CAREGA KING
c/o Richard Fernandes 300 South Pine Island Road, Suite 110 Plantation FL 33324

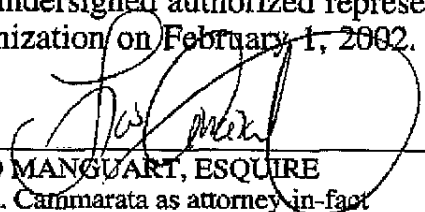
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Article VI. Company Existence

The Company's existence shall begin effective as of February 1, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on February 1, 2002.



JULIO MANGUART, ESQUIRE
by F.E. Cammarata as attorney in fact

Julio Manguart, Esquire | FL Bar Member 298220
Manguart & Associates P.A.
1428 Brickell Avenue
Suite 206
Miami FL 33131
305-372-8889

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
Belforte Holdings LLC

REGISTERED AGENT/OFFICE:
Julio Manguart, Esq.
1428 Brickell Avenue
Suite 206
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.



JULIO MANGUART, ESQ.
by F.E. Cammarata as attorney-in-fact

Date: February 1, 2002

Julio Manguart, Esquire | FL Bar Member 298220
Manguart & Associates P.A.
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