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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

CLAS CAPITAL SECURITIES LLC

Certificate of Status	0
Certified Copy	1
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LIMITED LIABILITY
ARTICLES OF ORGANIZATION
OF
CLAS CAPITAL SECURITIES LLC

The undersigned hereby forms a limited liability company under Chapter 608 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the limited liability company shall be:

CLAS CAPITAL SECURITIES LLC

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The address of the principal office of this limited liability company shall be 4960 SW 72 Avenue #301, Miami, Fl. 33155 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The limited liability company may transact or engage in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

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ARTICLE IV. ADDRESS

The street address of the initial registered office of the limited liability company shall be 4960 SW 72 Ave. #301 Miami, Florida 33155 and the name of the initial registered agent of the limited liability company is DEBORAH M. EDWARDS whose address is 4960 SW 72 Ave. #301 Miami, Florida 33155.

ARTICLE V. TERM OF EXISTENCE

This limited liability company shall exist in perpetuity

ARTICLE VI. PREEMPTIVE RIGHTS

This limited liability company elects to have preemptive rights.

ARTICLE VII. MANAGING MEMBERS

All powers shall be exercised by or under the authority of, and the business and affairs of the limited liability company managed under the direction of the Managing Members named herein, subject to any limitation set forth in these Articles of Organization. The name and street address of the Managing Members of the limited liability company are:

LASSELVE TALBOT - Managing Member - President
4960 SW 72 Ave. #301
Miami, Florida 33155

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WILBERT BASCOM
4960 SW 72 Ave. #301
Miami, Florida 33155

Managing Member -
Chief- Operating Officer

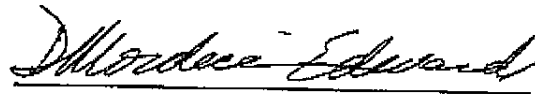
ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

Additional members of the limited liability Company may be admitted by the unanimous agreement of all existing members.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this 21st day of February, 2002.

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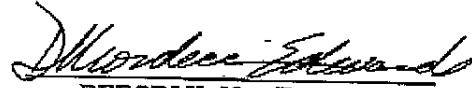


DEBORAH MORDECAI EDWARDS

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF ORGANIZATION

DEBORAH M. EDWARDS, having a mailing address of 4960 SW 72 Ave.
#301 Miami, Florida 33155 and having been designated as the
Registered Agent in the above and foregoing Articles, is familiar
with and accepts the obligations of the position of Registered Agent
under Section 608.415, Florida Statutes.


DEBORAH M. EDWARDS

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