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Division of Corporations

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From:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone

: (305)672-0686

Fax Number

: (305)672-9110

LIMITED LIABILITY COMPANY

Prime Value Properties, LLC

DIVISION OF CORPORATION

Certificate of Status	1
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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: Prime Value Properties, LLC

Article II. Address

The Company's street and mailing address is:

Prime Value Properties, LLC 11111 Biscayne Blvd. Bldg. 1, #900 Miami FL 33131

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Michael Schwartz 2514 Hollywood Boulevard Suite 508 Hollywood FL 33020

02 APR -3 PM 4: 31 SECRETARY OF STATE FALLAHASSEE, FLORID!

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.

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

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Article V. Management

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

CHRIS MURRAY 11111 Biscayne Blvd. Bldg. 1, #900 Miami FL 33131 MARK KEITH-MURRAY 11111 Biscayne Blvd. Bldg. 1, #900 Miami FL 33131

Article VI. Company Existence

The Company's existence shall begin effective as of April 3, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on April 3, 2002. _

CORPORATE CREATIONS INTERNATIONAL INC.

Stephen T. Samuel Vice President

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: Prime Value Properties, LLC

REGISTERED AGENT/OFFICE:

Michael Schwartz 2514 Hollywood Boulevard Suite 508 Hollywood FL 33020

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.

MICHAEL SCHWARTZ

by S.T. Samuel as attorney-in-fact

Date: April 3, 2002

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686