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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

sarasota usa, llc

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION OF
SARASOTA USA, LLC

A FLORIDA LIMITED LIABILITY COMPANY

(X)
 The undersigned desiring to form a Limited Liability Company under and pursuant to Section 608.404 of the Limited Liability Act, pursuant to Chapter 608 of the Florida Statutes, of the State of Florida, do hereby certify as follows:

FIRST: The name of said limited liability company shall be, SARASOTA USA, LLC, and the mailing address and the street address of the principal office of the limited liability company shall be 999 Brickell Avenue, Suite 700, Miami, Florida, 33131.

SECOND: SARASOTA USA, LLC, shall have a perpetual duration from the date of filing of these Articles of Organization.

THIRD: The purposes for which, SARASOTA USA, LLC is formed are:

- (A) To operate and develop a franchise for the sale and distribution of telecommunications equipment and devices throughout the state of Florida;
- (B) to engage in such other lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Statutes of the State of Florida.

FOURTH: The maximum number of ownership units which, SARASOTA USA, LLC, is authorized to have outstanding is one hundred (100), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

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SARASOTA USA, LLC
Articles of Organization
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FIFTH: The limited liability company shall be manager-managed and will have two (2) Members:

Name: SARASOTA CORP. S.R.L.


Percentage of Ownership: 51%

Name: ISIDORO PIERI


Percentage of Ownership: 49%

SIXTH: The name and mailing address of the company's registered agent is LUCIANO MARTIN PIERI, whose mailing address is 999 Brickell Avenue, Suite 700, Miami, Florida 33131.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 1st day of May, 2002.



SARASOTA CORP. S.R.L.
By: WALTER PIRKIN
Member



By: ISIDORO PIERI
Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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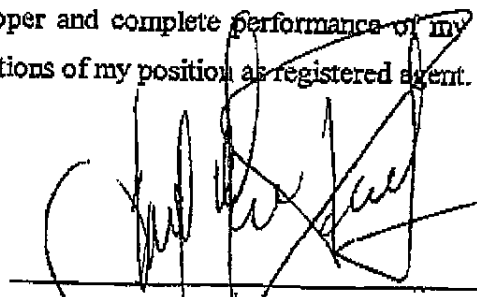
H 02000132051**Designation and Acceptance of Registered Agent**

Pursuant to the provisions of Florida Statutes, the undersigned limited liability Company organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the limited liability Company SARASOTA USA, LLC
2. The name of the registered agent is LUCIANO MARTIN PIERI
3. The address of the registered agent/registered office is 999 Brickell Avenue, Suite 700, Miami, Florida 33131.

Acceptance

Having been named as registered agent and designated to accept service of process for the above limited liability company, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision 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.



By: LUCIANO MARTIN PIERI

For the Firm

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Date: May 1, 2002

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