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

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

Effective Date
5-8-02

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LIMITED LIABILITY COMPANY

BARIBA INTERNATIONAL, L.L.C.

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
BARIBA INTERNATIONAL, L.L.C.

Article II. Address

The Company's street and mailing address is:
BARIBA INTERNATIONAL, L.L.C.
8 Marine Parade
P.O. Box 1936
Belize City BELIZE

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Davis and Giardino, Attorneys at Law
201 Arkona Court
West Palm Beach FL 33401

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.

Stephen L. Thompson | FL Bar Member 0289396
Thompson Interlaw LLC [Nevis]
8 Marine Parade
P.O. Box 1936
Belize City
501-235-259

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Article V. Management

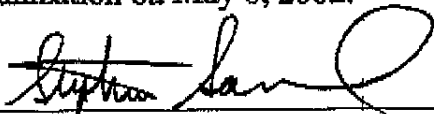
This will be a manager-managed company. The name and address of each manager is:

STEPHEN L. THOMPSON
8 Marine Parade P.O. Box 1936 Belize City

Article VI. Company Existence

The Company's existence shall begin effective as of May 8, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on May 8, 2002.



STEPHEN L. THOMPSON
by S. T. Samuel as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

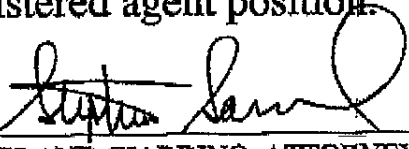
LIMITED LIABILITY COMPANY:

BARIBA INTERNATIONAL, L.L.C.

REGISTERED AGENT/OFFICE:

Davis and Giardino, Attorneys at Law
201 Arkona Court
West Palm Beach FL 33401

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.



DAVIS AND GIARDINO, ATTORNEYS AT LAW
by S. T. Samuel as attorney-in-fact

Date: May 8, 2002

Stephen L. Thompson | FL Bar Member 0289396
Thompson Interlaw LLC [Nevis]
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