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August 21, 2002

FEDEX AIRBILL NO. 8337 1296 8486

PERSONAL AND CONFIDENTIAL

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****125.00 ****125.00

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Our Client File Number 1182(f)

Dear Sir or Madam:

Enclosed please find the original as well as a copy of the Articles of Organization of Valen Holdings, L.C. and a check in the amount of One Hundred Twenty-Five Dollars (\$125.00) representing the filing fee. Please process the same accordingly.

Cordially,

LESLIE ALAN ROZENCWAIG, P.A.

ROSARIO FERRERO-CARR, ESQ.
For the Firm

FILED
02 AUG 22 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RFC/cg
Enclosures
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OK

ARTICLES OF ORGANIZATION OF VALEN HOLDINGS, L.C.

Article I
Name

The name of the Limited Liability Company is: VALEN HOLDINGS, L.C.

Article II
Address

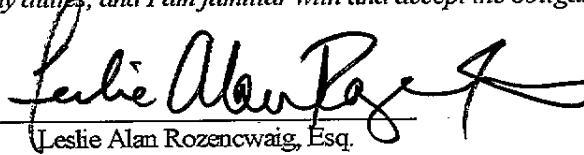
The mailing address and street address of the principal office of the Limited Liability Company is: 1902 Harbor Point Circle, Weston, Florida 33327.

Article III
Registered Agent

The name and the Florida street address of the registered agent are:

Leslie Alan Rozencwaig, P.A.
One S.E. Third Avenue, Suite 960
Miami, Florida 33131

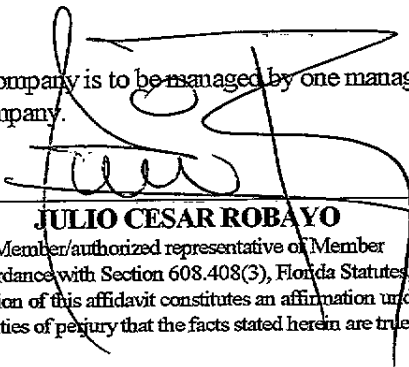
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.


Leslie Alan Rozencwaig, Esq.

Article IV
Management

(CHECK BOX IF APPLICABLE)

- The Limited Liability Company is to be managed by one manager or more managers and is therefore a manager-managed company.


JULIO CESAR ROBAYO
Member/authorized representative of Member
(In accordance with Section 608.408(3), Florida Statutes,
the execution of this affidavit constitutes an affirmation under
the penalties of perjury that the facts stated herein are true)

Article V
Managing Member

The managing member is Julio Cesar Robayo whose address is 1902 Harbor Point Circle, Weston, Florida 33327.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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