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To:
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Fax Number : (850) 205-0383

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

LIMITED LIABILITY COMPANY

Volpe Spa, LLC

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

August 21, 2002

CORPORATE CREATIONS INTERNATIONAL, INC.

SUBJECT: VOLPE SPA, LLC
REF: W02000024386

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

In Article II, you list a mailing address for the company, but you must also list the STREET ADDRESS of the company's principal office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Buck Kohr
Corporate Specialist

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Volpe Spa, LLC

Article II. Address

The Company's street and mailing address is:
Volpe Spa, LLC
PO Box 19979
Sarasota FL 34276

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Gary Donson
254 Sarasota Quay
Sarasota FL 34236

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

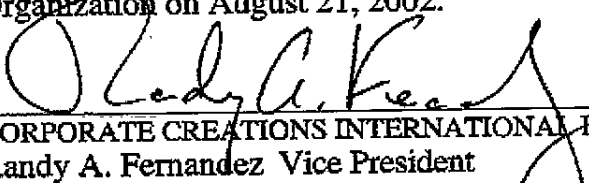
GARY DONSON
PO Box 19979 Sarasota FL 34276
MAUREEN VOLPE
PO Box 19979 Sarasota FL 34276

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Article VI. Company Existence

The Company's existence shall begin effective as of August 20, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on August 21, 2002.


CORPORATE CREATIONS INTERNATIONAL INC.
Randy A. Fernandez Vice President

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

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Volpe Spa, LLC

REGISTERED AGENT/OFFICE:

Gary Donson
254 Sarasota Quay
Sarasota FL 34236

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.


GARY DONSON
by R.A. Fernandez/as attorney-in-fact

Date: August 21, 2002

Corporate Creations International Inc.
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Miami Beach FL 33139
(305) 672-0686

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